



# ANNUAL REPORT 2025



# BioSyent Corporate Profile

Listed on the TSX Venture Exchange under the trading symbol “RX”, BioSyent is a profitable growth-oriented specialty healthcare company focused on acquiring or in-licensing, marketing and distributing innovative pharmaceutical and oral health products that have been successfully developed, are safe and effective, and have a proven track record of improving the lives of patients. BioSyent supports the healthcare professionals that treat these patients by marketing its products through its Canadian pharma, international pharma, and oral health business units.



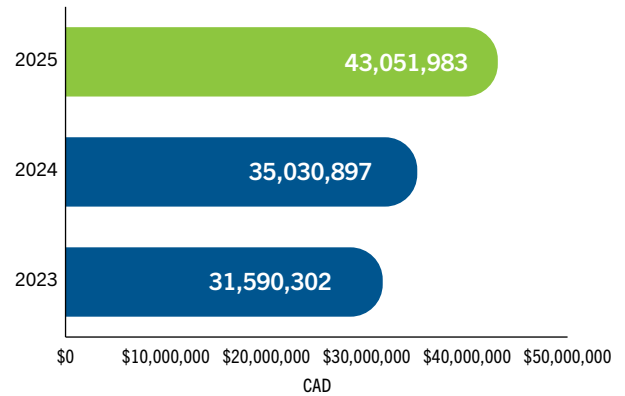
# Table of Contents

2	<b>2025 Financial Highlights</b>
4	<b>Our Product Portfolio</b>
6	<b>Letter from the Chairman</b>
7	<b>Oral Science</b>
8	<b>Board of Directors</b>
10	<b>Leadership Team</b>
12	<b>Management's Discussion and Analysis</b>
13	Introduction
13	Forward-Looking Statements
14	Overview, Vision, Strategy, and Products
21	Key Performance Measures
22	Results of Operations for the three and twelve months ended December 31, 2025 and 2024
29	Earnings per Share (EPS)
30	Financial Resources and Liquidity
32	Risk Management
36	Disclosure of Outstanding Share Data
36	Commitments
37	Disclosure Controls
37	Investor Relations Activities
37	Related Party Transactions
37	Legal Proceedings
38	<b>Audited Consolidated Financial Statements</b>
39	Management's Responsibility For Financial Reporting
40	Independent Auditor's Report
43	Consolidated Statements of Financial Position
44	Consolidated Statements of Comprehensive Income
45	Consolidated Statements of Cash Flows
46	Consolidated Statements of Changes in Shareholders' Equity
47	Notes to the Audited Consolidated Financial Statements For the years ended December 31, 2025 and 2024



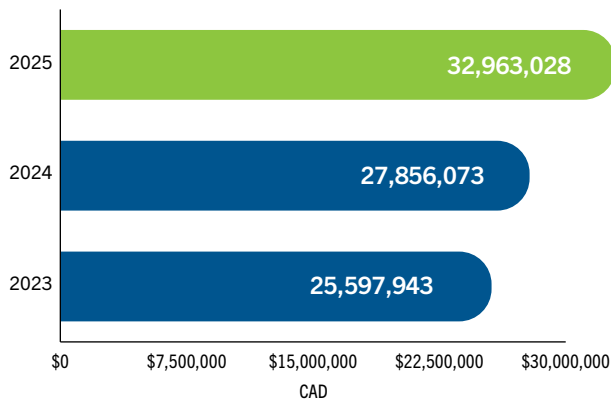
# 2025 Financial Highlights

**Revenue**  
Year Ending December 31



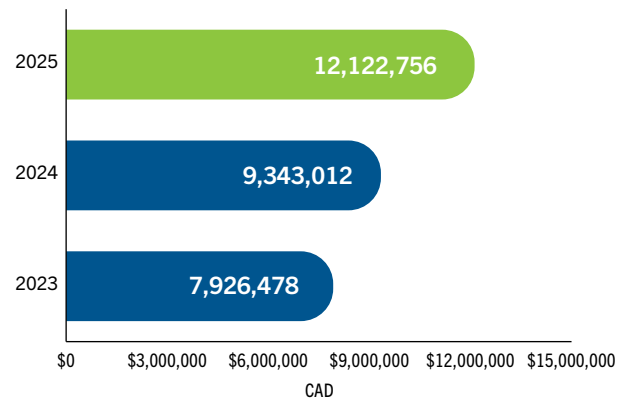
**\$43 million | +23%**

**Gross Profit**  
Year Ending December 31



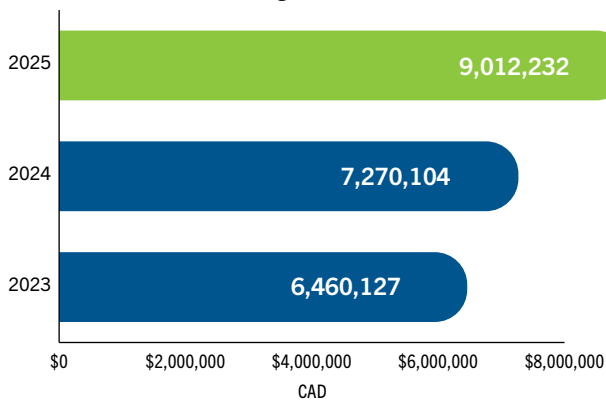
**\$33 million | +18%**

**EBITDA**  
Year Ending December 31



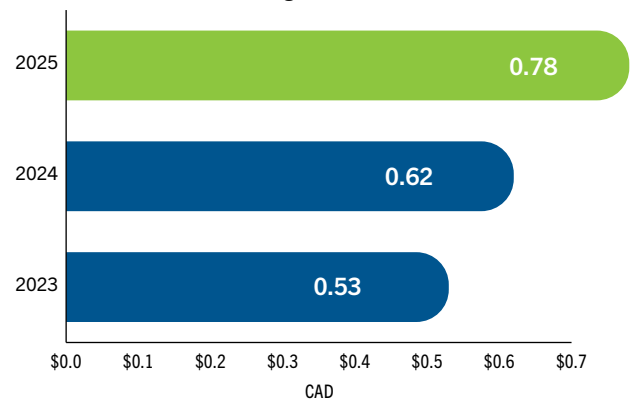
**\$12 million | +30%**

**Net Income After Tax (NIAT)**  
Year Ending December 31



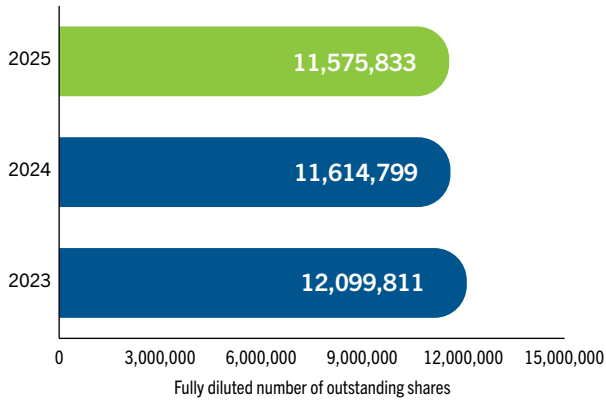
**\$9 million | +24%**

**Diluted Earnings Per Share (EPS)**  
Year Ending December 31



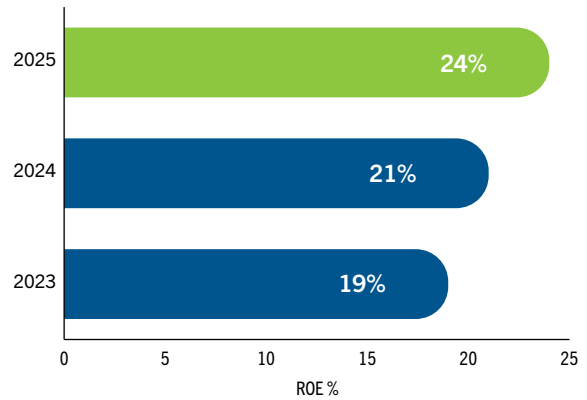
**\$0.78 | +\$0.16**

**Fully Diluted Shares Outstanding**  
December 31



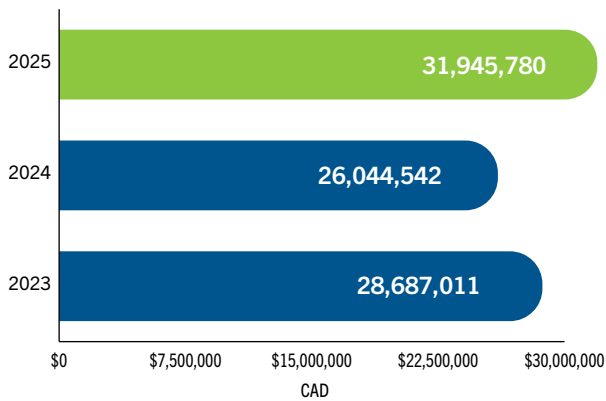
**11.6 million | (0.04 million)**

**Return On Equity (ROE)**  
Year Ending December 31



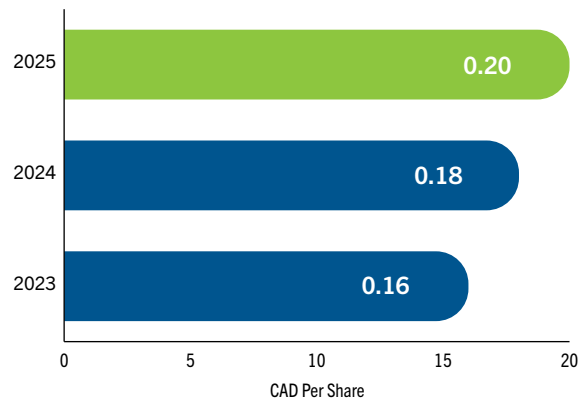
**24%**

**Cash, Short-term and Long-term Investments**  
As at December 31



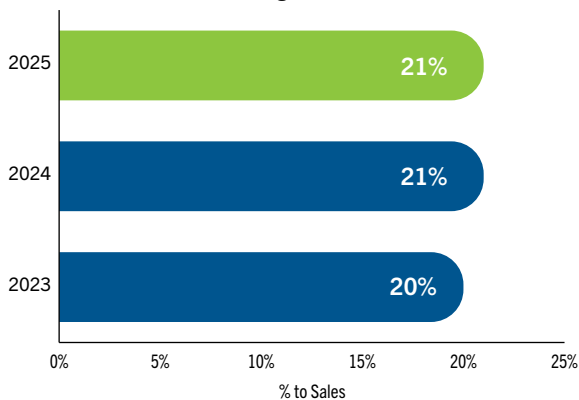
**\$32 million | +\$6 million**

**Dividends Per Share Paid**  
Year Ending December 31



**\$0.20/share | +11%**

**NIAT Margin**  
Year Ending December 31



**21%**



# Our Product Portfolio

## Canadian Pharmaceutical Brands



## Canadian Oral Health Brands



---

International Pharmaceutical Brands



Tibelia

---

Legacy Brand



# Letter from the Chairman

Dear fellow shareholder,

I am pleased to have this opportunity to review BioSyent's performance in 2025 as well as some important developments in 2026, as always, with a focus on BioSyent's strategic priorities of profitable growth, portfolio diversification, and long-term value creation.

BioSyent's businesses collectively delivered 23% revenue growth in 2025 while maintaining a 21% net income after tax (NIAT) margin on a consolidated basis. Our Canadian pharma business led the way with 13% revenue growth as our FeraMAX<sup>®</sup> Pd and Tibella<sup>®</sup> brands continued to deliver double-digit sales growth in challenging competitive environments. \$2.4 million in additional international pharma revenue was also contributed by our Tibelia<sup>®</sup> (tibolone) business following our acquisition of the global rights to this product in 2024. Following this acquisition, we quickly transitioned commercial operations and began shipping product to new international customers. When combined with international FeraMAX<sup>®</sup> sales growth and a strong year in our legacy insecticide business, BioSyent generated more than \$8.0 million in additional sales year-over-year.

Our businesses generated more than \$9.0 million in operating cash flows in 2025, further strengthening our balance sheet and unlocking additional opportunities for capital deployment towards our strategic priorities. The effective deployment of capital in high-quality assets is crucial to our long-term success.

During 2025, we continued to invest in our existing brands to drive growth amid economic uncertainty and competitive pressures. FeraMAX<sup>®</sup> Pd remains the market leader in Canadian iron health, having been recently (2026) named the #1 Recommended iron supplement in Canada by both physicians and pharmacists for the 11<sup>th</sup> consecutive year. With ongoing investment in physician engagement and education, our Canadian Tibella<sup>®</sup> sales grew by 32% in 2025 with improved gross margins as an additional benefit of our 2024 Tibelia<sup>®</sup> acquisition.

In 2025, we also made investments in diversifying our product portfolio by supporting launch products, such as Inofolic<sup>®</sup>, as well as pre-launch products, including an endocrinology product in-licensed in 2024, and further FeraMAX<sup>®</sup> product suite innovations.

In March 2026, leveraging our strong balance sheet, we deployed significant capital in acquiring Oral Science, a Canadian leader in the distribution of specialized healthcare products for dental hygiene and oral health. I am delighted to welcome Oral Science, its leaders and workforce to the BioSyent organization. Oral Science is a Made-in-Canada success story much like BioSyent, with its 22-year track record of revenue and profit growth achieved through a commitment to patient care and the construction of a portfolio of innovative oral health products that have made it a trusted partner to dental professionals. Strategically, BioSyent's acquisition of Oral Science diversifies the Company's product portfolio, and the customer bases and sales channels of the combined entities, while providing a new platform for long-term growth in the oral health market segment, both in Canada and internationally. Financially, this acquisition is expected to be immediately accretive, generating meaningful profit and cash flow growth in 2026. We are selective

in our capital allocation decisions and the opportunity to deploy excess cash in a profitable and cash-generating business with an established product portfolio meets all of our strategic imperatives and reinforces our demonstrated ability to compound our cash flows. Though we took on a manageable level of debt, our retained cash and investments net of short-term debt was in excess of \$9 million following the acquisition of Oral Science. This strong net cash position combined with ongoing operating cash generation and additional short-term financing available under a new credit facility enables us to continue to fund future growth and source new products for all of the BioSyent businesses. We also continue to return capital to shareholders through ongoing cash dividends and share buybacks. We recently increased the quarterly dividend by 10% in January 2026 and renewed the Normal Course Issuer Bid for a further 12 months to December 2026. Overall, we have reduced outstanding shares by 22% since commencing the first NCIB in 2018 and have paid aggregate cash dividends in excess of \$6.7 million since the first quarterly dividend in 2022. Our capital allocation perspective remains committed to long-term value creation and total shareholder return.

While BioSyent is not immune to the impacts of the heightened level of geopolitical tensions on trade and supply chains that we have witnessed in 2026, we are well-positioned to weather such impacts with a strong balance sheet, a more diversified business platform, and the enhanced cash generation of our overall business.

I am excited for the future opportunities in our businesses with the addition of Oral Science's robust oral health product portfolio combined with our own leading pharmaceutical brands. I look forward to growing our new oral health business together with the continued leadership of the co-founders of Oral Science, Mr. Daniel Ménard (President) and Mr. Sacha Welzel (Chief Operating Officer). With the collective knowledge, experience and trusted reputations of our successful Canadian healthcare companies, our future together looks very bright.

On behalf of the Board of Directors and the entire team at BioSyent, I want to thank you, our shareholders, employees, business partners, patients and healthcare professionals for your continued trust and support.

I look forward to welcoming you to our AGM in May 2026.

On behalf of the Board of Directors,



René C. Goehrum, Chairman  
BioSyent Inc.  
April 6, 2026



# Oral Science

Acquired by BioSynt Inc. in March 2026

## About Oral Science

Founded in Canada in 2003, Oral Science is a leading and innovative Canadian dental company that partners with progressive dental practices to improve clinical outcomes in periodontal and endodontic disease, high-risk caries, dry mouth, and oral lesions. Supported by advanced healthcare technologies, Oral Science's integrated approach is built on four key pillars: diagnosis and monitoring, in-office treatments, home-care solutions, and clinical team and patient education. Today, approximately one-third of the company's sales come from proprietary products and technologies and approximately two-thirds are generated through exclusive Canadian distribution agreements with leading international partners.



## The Acquisition

- Share Purchase Agreement (SPA) closed on March 1, 2026
- 100% of issued Oral Science shares acquired from Shareholders, Founders of Oral Science
- Purchase price of \$25.5M (including \$6.3M working capital) + \$2.0M excess working capital + performance earn-out + royalties on future sales of 1 product
- Shareholders, founders and key management of Oral Science now also shareholders of BioSynt (234,192 shares)
- Oral Science Inc. now a wholly-owned subsidiary of BioSynt Inc.
- Oral Science will operate now as the stand-alone Oral Health Business unit of BioSynt
- Oral Science leadership continues to lead the Business Unit

## Strategic Fit with BioSynt

### Similar Business Model with Diversification of Sales Channels

Like BioSynt, Oral Science has a successful track record of sourcing, promoting and distributing healthcare products to Canadian pharmacies and direct to consumers through online sales channels. Oral Science also sells and distributes directly to dental clinics and supports its own online shopping platform, diversifying the sales channels of the combined companies and de-risking the business models.

### Strong Relationships with Dental Health Professionals

Like BioSynt, Oral Science has established a presence in the practices of Canadian healthcare professionals through its national field salesforce and has become a trusted partner through its commitment to improving patient care with innovative products.

### Diversification of Product Portfolio

BioSynt's acquisition of Oral Science provides immediate diversification of the combined portfolio of pharmaceutical and oral health products.

### New Platform for Growth in Canada and Internationally

Oral Science provides BioSynt with a new platform for growth and new opportunities to distribute a wider portfolio of products in Canada and internationally.

### Strengthened Foundation for Long-term Growth

The combined workforces, knowledge, market experience, product portfolios, distribution channels, and customer bases of BioSynt and Oral Science are complementary and together, with greater cash flow, form a more robust foundation for the long-term growth of the entire business.

# Board of Directors

---

**René C. Goehrum | Chairman of the Board of Directors**

---

**Joseph Arcuri | Independent Director (Audit Committee – Chair, Disclosure Policy Committee – Chair)**



Mr. Arcuri, CPA, CA, brings audit and accounting expertise to the Board as well as significant executive leadership experience. Mr. Arcuri currently serves as Chief Financial Officer of NRStor Inc., which provides energy storage project development and construction services. Between 2013 and 2016, Mr. Arcuri served as Chief Operating Officer and Chief Financial Officer at TableRock Media Ltd., a streaming service company. In 2012, Mr. Arcuri was Chief Financial Officer of GlassBOX Television Inc., a television service provider. Between 2007 and 2011, Mr. Arcuri was President of AOL Canada Inc., an internet service provider and previously led Bell Canada’s managed services group. Mr. Arcuri started his professional career with PricewaterhouseCoopers within its assurance group and later transferred to its valuation, and mergers and acquisitions service team. He is also currently the voluntary Chair of Villa Charities Inc.

---

**Sara Elford | Independent Director  
(Audit Committee, Disclosure Policy Committee, Nominating Committee – Chair)**



Ms. Elford is a Corporate Director who brings a wealth of capital markets and corporate governance experience to the Board. In addition to BioSyent, she is a member of the Board of Directors of BQE Water Inc., a TSX Venture Exchange (“TSXV”) listed company specializing in water treatment and management, and EcoSynthetix Inc., a Toronto Stock Exchange (“TSX”) listed company specializing in renewable chemicals. Ms. Elford previously served on the Board of Directors of Hydrogenics Corporation (2016–2019), a hydrogen technology company, Carmanah Technologies Corporation (2015–2019), a solar LED technology company, TSO3 Inc. (2019), a medical device sterilization technology company, Pure Technologies Ltd. (2015–2017), a pipeline leak detection technology company, WeCommerce Holdings Ltd. (2020–2022), a TSXV listed ecommerce software company, and Xebec Adsorption Inc. (2020 – 2024), a renewable gas equipment and service company. Between 1995 and 2015, Ms. Elford was a

Director and Research Analyst with Canaccord Genuity Group Inc. and previously served in investment banking roles with Kidder Peabody and Wood Gundy. Ms. Elford earned her Chartered Financial Analyst designation in 1997.

---

### Prakash Gowd | Independent Director (Audit Committee, Disclosure Policy Committee)



An accomplished healthcare and life sciences executive, Mr. Gowd brings over 25 years of diverse experience across biopharma, capital markets, and entrepreneurship. His track record spans private and public companies, startups and large corporations, and different business models, healthcare verticals and emerging sectors. As a leader and strategist, he has held responsibility for people, P&Ls, financing, licensing, M&A, and go-public leadership. He currently serves as Interim CEO at TIAP (Toronto Innovation Acceleration Partners), a not-for-profit that identifies and accelerates medical innovations into high-potential Canadian companies, leading investment strategy, company mentorship, and portfolio management. Prior to TIAP, Prakash was Chief Operating Officer and Head of Corporate Development at a mental health and psychedelic medicine company, where he led the development of a clinic network, took the company public, managed U.S. operations, and oversaw acquisitions and the eventual sale of the business.

Previously, as co-founder of a health technology company focused on individualized treatment strategies in a newly regulated market, he helped build the team, launch the product, and guide the company through to acquisition. Mr. Gowd is also an experienced capital markets professional, having served in senior biotech equity research and investment banking roles at CIBC World Markets, National Bank Financial, and Canaccord Capital. The foundation of his career was built over many years in commercial operations and new product development in the pharmaceutical industry. Mr. Gowd also serves on the boards of Appili Therapeutics (APLI-TSX) and HDAX Therapeutics (private), and has previously served as Director at FendX Technologies and Isotechnika Pharma (now Aurinia Pharmaceuticals). He holds an MBA from McGill University, degrees in Pharmacy and Zoology from the University of British Columbia, and is a Chartered Director.

---

### Peter Lockhard | Independent Director (Lead Director, Compensation and Human Resources Committee – Chair)



Mr. Lockhard has significant sales, marketing, operations and corporate strategy experience from his career as a business leader and builder. From 2005 – 2020, Mr. Lockhard was a member of the executive leadership team of Points International Ltd., a TSX and NASDAQ-Listed international e-commerce company in the loyalty rewards industry (which was acquired and taken private in June 2022), where he served as Chief Operating Officer (2009 – 2020), Chief Revenue Officer (2007 – 2009) and VP Business Solutions (2005 – 2006). During his tenure, Mr. Lockhard helped to grow the revenue of Points International Ltd. from \$US 10 million to \$US 400 million. Mr. Lockhard is also a Managing Director of Aquiam Partners Ltd., a private equity firm.

---

### Stephen Wilton | Independent Director (Compensation and Human Resources Committee)



Mr. Wilton brings extensive product development and regulatory expertise to the Board, from a long and varied career in the pharmaceutical industry. A licensed pharmacist, Mr. Wilton earned a B.Sc. in Pharmacy from the University of Toronto and started his career working as a pharmacist in community and hospital pharmacy. After working in medical sales and marketing positions at Eli Lilly Canada he joined AstraZeneca. While at AstraZeneca, Mr. Wilton held leadership positions in Marketing where, as Executive Director, he led a team managing a \$300 million specialty product portfolio, as well as three other assignments as Executive Director of Business Development, Executive Director of Pricing, Reimbursement and Healthcare Solutions, and Director of Regulatory Affairs. After his seventeen-year career at AstraZeneca, Mr. Wilton worked as Vice President of Pharmacy Affairs for the Canadian Association of Chain Drug Stores representing the interests of owners and pharmacists in the Canadian healthcare system. Mr. Wilton, also holds an MBA from York University (Schulich School of Business).

# Leadership Team

---

## René C. Goehrum | President & Chief Executive Officer



René Goehrum is an experienced entrepreneur, leader and business builder with over thirty years of experience. Previously, Mr. Goehrum was the President and a co-founder of Bratch Goehrum Inc., a professional services firm that provided marketing and sales services to clients such as Procter & Gamble, Boehringer Ingelheim, Sandoz (n.k.a. Novartis), Kraft Foods, Coca Cola, and H.J. Heinz Company. He started his career with Procter & Gamble, a world leader in marketing consumer and healthcare brands. Mr. Goehrum currently also serves as the President and Managing Director of Aquiam Partners Ltd., a private equity firm.

---

## Robert J. March | Vice President & Chief Financial Officer



Robert March is a Chartered Professional Accountant (CPA, CA), a Certified Public Accountant (CPA, Illinois), holds a MBA from St. Mary's University and a B.Sc. in Biochemistry, Microbiology and Immunology from Dalhousie University. Mr. March started his career at Ernst & Young in Audit and Assurance Services before being promoted to Manager in Transaction Advisory Services, where his experience included insolvency and restructuring as well as general transaction services such as mergers and acquisitions. Prior to joining BioSyent, Mr. March accumulated over 15 years of progressive senior management experience in highly regulated industries including insurance, transportation and consumer packaged products in both Canada and the USA. Mr. March has served on BioSyent's Leadership Team since 2018.

---

## Marnie McCormick | Vice President & General Manager



Marnie McCormick is a passionate executive who brings over 20 years of experience and expertise across different verticals within healthcare, in Canada and internationally. She has a track record of success at Fortune 100 companies leading and developing high-performing teams to consistently exceed expectations. She brings sales and marketing expertise and business process excellence across pharmaceuticals, medical devices and medical products from industry leaders including AstraZeneca, Baxter, and most recently Cardinal Health Canada where she led marketing and product management for a large distribution business and self-manufactured portfolio. Ms. McCormick joined BioSyent in 2024 where she leads the Canadian commercial business.

---

## Navid Ashrafi, M.D. | Director, Medical and Regulatory Affairs



Navid Ashrafi was educated as a Medical Doctor and practiced medicine for over eleven years before joining the pharmaceutical industry. Dr. Ashrafi has more than ten years of international experience within the pharmaceutical business in sales, marketing, and medical positions, including Business Unit Head and Country Head for the Bayer Healthcare team in Iran. His areas of expertise include developing relations with thought leaders, health authorities, and external stake holders; providing strategic guidance to the company; and coaching and leadership to the team. Dr. Ashrafi joined BioSyent in 2014 and leads medical, regulatory, and quality control activities at BioSyent.

---

## Neelu Atwal | Director, Human Resources



Neelu Atwal is the Director of Human Resources for BioSyent. She joined BioSyent in 2015 and is responsible for overseeing the company's Human Resource function and providing leadership to the people and culture elements of the business. Ms. Atwal brings more than twenty years of progressive hands-on human resource experience in start-ups, growth businesses, and manufacturing organizations. She sets the tone for BioSyent's talent acquisition and management initiatives. Ms. Atwal holds a Bachelor's Degree in Accounting from City University of New York and Certification in Human Resources from Ryerson University in Toronto.

---

### Ramesh Moothan | Director, International Business Unit



Ramesh Moothan manages the International Business for BioSyent. He joined BioSyent in 2013 and is responsible for business development and market entry strategy for the company's brands outside of Canada. Mr. Moothan has over twenty years of experience managing branded pharmaceutical businesses in Latin America, Asia-Pacific, and Africa. Prior to joining BioSyent, Mr. Moothan was associated with Alkem Labs, India as Senior General Manager (International) responsible for business in emerging markets. In the past he has held progressive roles as a Medical Representative, Product Manager, Head of Representation, and Business Head. Mr. Moothan holds an Honours B.Sc. (Chemistry) and an MBA (Marketing).

---

### Sharan Raghubir | Director, Specialty Sales



Sharan Raghubir is the Director of the Specialty Business Unit at BioSyent and has served on BioSyent's Leadership Team since 2015. He has over twenty years of pharmaceutical industry experience gained in progressive roles at Fournier Pharma (now AbbVie), and Hoffman-La Roche (Roche) Canada. At Fournier, Mr. Raghubir worked as a Medical Sales Representative, Sales Trainer, and District Manager in Canada and then General Manager (Country Head) in Asia. In Asia, he was first responsible for the respective divisions in Vietnam and Cambodia, and then Malaysia and Singapore. At Roche Canada, Mr. Raghubir was National Sales Manager, then Senior Product Manager, and finally Business Planning Manger - Strategy. Mr. Raghubir's sales and marketing management jobs at Roche included a portfolio of five hospital brands with combined sales of greater than \$95 million. Mr. Raghubir holds a B.Sc. from Queen's University and a MBA from both Queen's University and Cornell University.

---

### Doug Reynolds | National Sales Director



Doug Reynolds is the National Sales Director at BioSyent, joining BioSyent's Leadership Team in 2026. He has over twenty years of progressive sales leadership experience, consistently delivering strong commercial performance and leading high-performing teams across competitive markets. He has held senior leadership roles with organizations including Alcon Canada and Abbott Diabetes Care, where he held the position of National Sales Director. Mr. Reynolds holds a Bachelor of Business Administration from Acadia University.

---

### Joost van der Mark | Vice President, Corporate Development



Joost van der Mark is a seasoned healthcare executive with over twenty years of experience in the biopharmaceutical industry and has served on BioSyent's Leadership Team since 2018. Prior to joining BioSyent, Mr. van der Mark was the Chief Business Officer for 3D Signatures and previously, he co-founded Orphan Canada, which subsequently sold its assets to Knight Therapeutics in 2014. Mr. van der Mark has held progressive positions in clinical research, sales, marketing, market access, strategy and business development at Bayer, Sanofi, Nycomed (n.k.a. Takeda) and Knight Therapeutics. He has a M.Sc. in Physiology/Pharmacology from Western University and a MBA from York University (Schulich).

**BioSyent Inc.**

# **Management's Discussion and Analysis**

**For the years ended December 31, 2025 and 2024**

**March 19, 2026**



## Introduction

The following discussion of BioSyent Inc.'s ("**BioSyent**" or the "**Company**") operations, performance and financial condition is based on the Company's audited consolidated financial statements for the years ended December 31, 2025 and December 31, 2024 ("**Consolidated Financial Statements**"), which were prepared in accordance with IFRS<sup>®</sup> Accounting Standards as issued by

the International Accounting Standards Board. The discussion of financial condition and results of operations should be read in conjunction with the Consolidated Financial Statements, including the notes thereto. Additional information relating to the Company, including the Consolidated Financial Statements and the accompanying notes can be found at [www.sedarplus.ca](http://www.sedarplus.ca).

## Forward-Looking Statements

This management's discussion and analysis ("**MD&A**") contains or incorporates forward-looking statements within the meaning of Canadian securities legislation (collectively, "forward-looking statements"). These forward-looking statements relate to, among other things, revenue, earnings, changes in costs and expenses, capital expenditures as well as changes in other objectives, strategic plans and business development goals, and may also include other statements that are predictive in nature or depend upon or refer to future events or conditions, and can generally be identified by words such as "may", "will", "expects", "anticipates", "intends", "plans", "believes", "estimates" or similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements. These statements are not historical facts, but instead represent only BioSyent's expectations, estimates, and projections regarding future events.

Although the Company believes the expectations reflected in such forward-looking statements are reasonable, such statements are not guarantees of future performance and involve certain risks and

uncertainties that are difficult to predict. Undue reliance should not be placed on such statements. Certain material assumptions are applied in making forward-looking statements and actual results may differ materially from those expressed or implied in such statements. Known and unknown factors could cause actual results to differ materially from those expressed or implied in the forward-looking statements. Important assumptions, influencing factors, risks, and uncertainties are referred to in the body of this MD&A, in the press release announcing the Company's financial results for the years ended December 31, 2025 and 2024 and in BioSyent's annual and interim financial statements and the notes thereto. These documents are available at [www.sedarplus.ca](http://www.sedarplus.ca).

The forward-looking statements contained in this MD&A are made as at the date of this MD&A and, accordingly, are subject to change after such date. Except as required by law, BioSyent does not undertake any obligation to update or revise any forward-looking statements made or incorporated in this MD&A, whether as a result of new information, future events or otherwise.

## Accounting Estimates and Accounting Policies

The Company has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

The preparation of the Company's Consolidated Financial Statements requires management to make critical judgments, estimates, and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. On an ongoing basis, management evaluates its judgments, estimates, and assumptions using historical experience and various other factors it believes to be reasonable under the given circumstances. In the future, actual experience may differ from these estimates and assumptions.

BioSyent's significant accounting judgments and estimates include recoverability of asset carrying values, impairment of trade and other receivables, income taxes, the future useful lives and residual values of equipment, the useful lives of intangible assets, the fair value of share-based payments, the value of inventory, determination of the transaction price in revenue recognition, and determination of the incremental borrowing rate and lease term in leases. For a more detailed discussion of changes to the Company's critical accounting estimates, please refer to Note 4 of the Consolidated Financial Statements for the year ended December 31, 2025.

## Non-IFRS Financial Measures

This MD&A makes reference to certain non-IFRS measures. These non-IFRS measures are not recognized measures under IFRS and do not have a standardized meaning prescribed by IFRS and are unlikely to be comparable to similar measures presented by other companies. When used, these measures are defined in such terms as to allow the reconciliation to the closest IFRS measure. These measures are provided as additional information to complement those IFRS measures by providing a further understanding of the Company's results of operations from management's perspective.

Accordingly, these measures should not be considered in isolation nor as a substitute for analyses of the Company's financial information reported under IFRS. Management uses non-IFRS measures such as Earnings Before Interest, Taxes, Depreciation and Amortization ("**EBITDA**") and Trailing Twelve Months Earnings Per Share ("**TTM EPS**") to provide investors with supplemental measures of the Company's operating performance and thus highlight trends in the Company's core business that may not otherwise be apparent when relying solely on IFRS financial measures. Management also believes that securities analysts, investors, and other interested parties frequently use non-IFRS measures in the evaluation of issuers. Management also uses non-IFRS measures in order to facilitate operating performance comparisons from period to period, prepare annual operating budgets, and to

assess the Company's ability to meet future debt service, capital expenditure, and working capital requirements. The definition and

a reconciliation of EBITDA, as used and presented by the Company, to the most directly comparable IFRS measures follows later in this MD&A.

## Overview, Vision, Strategy, and Products

### Overview

BioSyent is a publicly traded specialty pharmaceutical company which, through its wholly owned subsidiaries, BioSyent Pharma Inc. (“**BioSyent Pharma**”) and BioSyent Pharma International Inc., sources, acquires or in-licences and further develops pharmaceutical and other healthcare products for sale in Canada and certain international markets. Hedley Technologies Ltd. and Hedley Technologies (USA) Inc., also wholly owned subsidiaries of BioSyent, operate the Company's legacy business, marketing

biologically and health friendly non-chemical insecticides (the “**Legacy Business**”). The Company's wholly-owned subsidiary Oral Science Inc. (acquired on March 1, 2026) operates the Company's oral health business, distributing specialized dental hygiene and oral health products to Canadian dental clinics and consumers. BioSyent's issued and outstanding common shares (the “**Common Shares**”) are listed for trading on the TSX Venture Exchange under the symbol “RX”.

### BioSyent's Vision

BioSyent's vision is to be the leading independent Canadian provider of innovative healthcare products.

### BioSyent's Strategy

BioSyent's strategic focus is on commercializing innovative products with recognizable brand equity sourced through international partnerships. These products are unique due to manufacturing complexities, novel technologies, therapeutic advantages and strong, defensible intellectual property rights. The Company works with and supports healthcare practitioners in improving patient lives.

The Company reviews its strategy and performance against its strategic objectives on an ongoing basis.

BioSyent's strategy has three components:

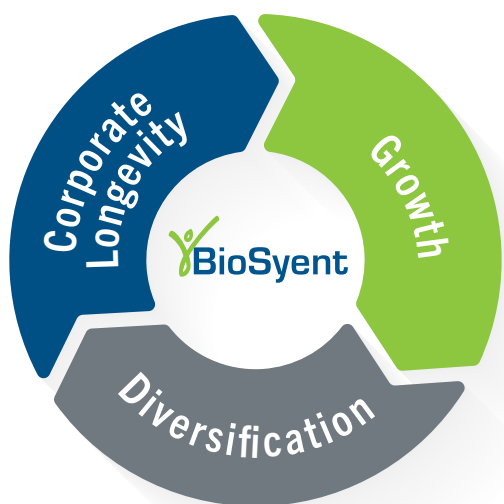
1. Growth (Revenue and Profit);
2. Diversification; and
3. Corporate Longevity.

These three strategic components are prioritized in any investment and capital allocation decision made by the Company, including any decision to return capital to shareholders through the payment of dividends or through share buybacks.

#### Growth:

The Company uses various means of achieving its revenue growth objectives while reducing risk in the marketplace. The Company adopts an accelerating investment approach in promoting its products in the marketplace by balancing its investment behind brands with revenue and growth and by segmenting the market into immediate and long-term growth opportunities. It pursues possible reimbursement avenues for its products in both the private and public sectors. The Company employs a salesforce of qualified sales professionals across Canada with experience in pharmaceutical and oral health product detailing to healthcare practitioners, dental professionals, hospitals and clinics. The Company supports its salesforce by using various marketing techniques throughout the product life cycle, as it deems appropriate, including healthcare practitioner detailing, direct to patient information through various media, product differentiation materials, and expansion of patient and healthcare practitioner support services to increase awareness of product efficacy and safety.

In addition to organic growth from its existing product portfolio, incremental growth from adding new products to its portfolio is essential to the Company's growth strategy, both in the near-term and long-term.



### **Diversification:**

BioSyent has developed sourcing arrangements with partners from around the world. The Company's flexible format does not limit the scope of diversification opportunities it considers for both new and existing products or sales channels. In building its product portfolio, the Company considers accretive asset and business acquisition opportunities and in-licensing opportunities for products and business lines which can drive profitable growth in the near-term and long-term.

The Company exercises diligence when sourcing new products and acquiring new businesses. Some of the steps in this process involve financial modeling, comparison against investment criteria benchmarks and financial metrics, reviewing market data and market trends, interviewing key healthcare practitioners or medical advisory boards and obtaining opinions on reimbursement possibilities with payers. BioSyent evaluates all new product and business acquisition opportunities against specific financial benchmarks with the objective of acquiring or in-licensing quality assets which will provide a long-term return that is consistent with or supportive of the Company's existing product portfolio.

Once the Company has decided to proceed with a new product opportunity, it acquires or licenses exclusive Canadian and/or international market rights to that product. After the acquisition or in-licensing of the product, the Company manages the product through the regulatory and product registration process and, once approved, commercializes the product in Canada and/or international markets.

### **Corporate Longevity:**

On an aggregate basis, the Company manages its product portfolio and business lines to maintain specific annual and long-term financial ratios, including revenue and profit CAGR and Return on Equity, in order to achieve its strategic objectives. The Company maintains a discipline in acquiring or in-licensing new products and acquiring new business lines which are accretive in terms of both sales and profitability over the long-term. The level of ultimate commercial success of a new product in the market is not known at the time it is in-licensed or acquired by the Company. The Company evaluates the commercial performance of each of its products on an ongoing basis and manages the level of its investments in marketing and promotional activities with an objective of maximizing long-term sales growth and profitability overall.

This strategy allows the Company to market these products as brands it owns or licenses. By virtue of its strong growth record, the Company is able to attract partners for new products that have niche positioning.

### **Evolution of Strategy**

BioSyent considers product and business acquisition opportunities based on its strategic objectives. From time to time, the Company may acquire or in-license opportunities in late-stage development with which it, or its partners, have significant prior experience. Such experience and competency of the Company and its partners give the Company the ability to gauge risk in some depth. The Company may also seek in-licensing opportunities for new products launched in countries outside of Canada that require additional research and development work before being launched in the Canadian market. The Company considers opportunities where there is a high probability that additional research and development work is likely to extend the lifecycle of portfolio products. Such studies might include in vitro or in vivo studies (including bio-equivalency studies, efficacy studies, or safety studies).

Ultimately, BioSyent is focused on products and business lines which can deliver superior growth and return on investment. As well as acquiring or in-licensing such products, as part of BioSyent's ongoing evaluation of its product portfolio, BioSyent may de-emphasize or even discontinue the sale of certain products in order to maintain its strategic focus and resource allocation on the best opportunities in terms of growth and profitability.

## Pharmaceutical Business

### FeraMAX® Pd Therapeutic 150



In 2007, BioSyent Pharma launched FeraMAX® 150, an oral iron supplement, in Canada. In 2016, the Company developed a 100 mg formulation of FeraMAX® capsules (“FeraMAX® 100”) for distribution in certain markets outside of Canada.

In 2020, BioSyent Pharma launched FeraMAX® Pd Therapeutic 150 in Canada, replacing FeraMAX® 150 at Canadian pharmacies. FeraMAX® Pd Therapeutic 150 is the first product launched under the trusted FeraMAX® brand using a new patented delivery system for the treatment of iron deficiency anemia based on a Polydextrose Iron Complex (“PDIC”) formulation. FeraMAX® Pd Therapeutic 150 is Vegan Certified and is also recognized by the Society of Obstetricians and Gynaecologists of Canada.

### FeraMAX® Pd Powder 15



In 2013, BioSyent Pharma launched FeraMAX® Powder, an oral iron product in a dissolvable, pleasant-tasting powder, in Canada. The Company has also launched the product in several international

markets through distribution agreements.

In 2021, BioSyent Pharma launched FeraMAX® Pd Powder 15 in Canada, replacing FeraMAX® Powder at Canadian pharmacies. FeraMAX® Pd Powder 15 is the second product launched using the patented PDIC formulation and makes iron therapy convenient for children.

### FeraMAX® Pd Maintenance 45



In 2023, BioSyent Pharma launched FeraMAX® Pd Maintenance 45, an oral iron product in a chewable tablet, in Canada. This is the third and newest FeraMAX® Pd product developed by the Company based

on the patented PDIC platform. FeraMAX® Pd Maintenance 45 is a chewable, orange-flavoured iron supplement containing 45 mg of elemental iron as well as 75 mg of vitamin C and 1,000 mcg of vitamin B12. FeraMAX® Pd Maintenance 45 enhances the Company’s line of FeraMAX® Pd products for the management of iron health, offering patients an innovative solution to maintaining healthy iron levels.

### Cathejell®



2% lidocaine hydrochloride jelly, USP

Cathejell® was in-licensed by BioSyent Pharma from a European partner in 2009. In

2012, BioSyent Pharma launched Cathejell® in Canada. Cathejell® combines a sterile gel with lidocaine in a unique collapsible applicator syringe to ease patient discomfort for a range of medical procedures. Cathejell® is indicated for surface anesthesia and lubrication for various procedures including male and female cystoscopies, catheterizations and other endourethral operations, endoscopies, proctoscopies, rectoscopies and tracheal intubations. Cathejell® can also be used for the symptomatic treatment of pain in connection with cystitis and urethritis.

### RepaGyn®



RepaGyn® was in-licensed by BioSyent Pharma from a European partner in 2013. In 2014, BioSyent

Pharma launched RepaGyn® in Canada. RepaGyn® is an innovative vaginal suppository recommended for relieving vaginal dryness and healing of the vaginal mucosa. RepaGyn®, a natural health product, is formulated with sodium hyaluronate and provides a hormone-free treatment proven to deliver symptom relief, and tissue repair.

### Proktis-M®



Proktis-M® was in-licensed by BioSyent Pharma from a European partner in 2014. In 2014, BioSyent

Pharma launched Proktis-M® in Canada. Proktis-M® rectal suppositories are designed to help the healing of the anus and rectum. Proktis-M® rectal suppositories have been studied and tested in conditions such as operated severe internal hemorrhoids, anal fissures, and prevention of radiation-induced proctitis. Proktis-M® rectal suppositories are formulated with sodium hyaluronate, a naturally occurring compound, and offer a temporary matrix to facilitate cell proliferation which enhances wound healing.

### Tibella® (Canada)



Tibella® was in-licensed from a European partner in 2016. In 2020, BioSyent Pharma launched Tibella® in Canada. Tibella®, a prescription

product, is a hormone replacement therapy (“HRT”) consisting of tibolone. Tibella® is indicated for the short-term treatment of vasomotor symptoms due to estrogen deficiency in postmenopausal women, more than one year after menopause.

## Tibelia® (Global)

In September 2024, BioSyent Pharma acquired assets related to Tibelia® / Tibella® (tibolone) (including the Tibella® license agreement described above) from Novalon SA (a subsidiary of Mithra Pharmaceuticals SA) enabling it to distribute the product worldwide. In addition to the indication outlined above for Tibella®, in certain global markets, Tibelia® is also indicated for the prevention of osteoporosis in postmenopausal women at high risk of future fractures who are intolerant of, or contraindicated for, other medicinal products approved for the prevention of osteoporosis.

## Combogesic®

**Combogesic®** Combogesic® was in-licensed from a partner in 2019. In 2020, BioSyent Pharma launched

Combogesic®, a pain-relief medication combining acetaminophen and ibuprofen, in Canada. In September 2025, the Company entered into a Transition Agreement to return the Canadian rights to the Combogesic® product to the licensor. The Company ceased to market and distribute this product in January 2026.

## Inofolic®

**inofolic®**

In 2020, BioSyent Pharma signed an exclusive License and Supply Agreement with a European partner

for a new women's health product, Inofolic®, for the Canadian market. Inofolic® is a natural health product, combining myo-inositol and folic acid in a soft-gel capsule for the management of the symptoms of Polycystic Ovary Syndrome (PCOS), an endocrine disorder affecting many aspects of a woman's health, including insulin resistance, infertility, menstrual dysfunction and skin manifestations such as acne, hirsutism (excess hair growth) and alopecia (hair loss). Inofolic® has been approved for sale in Canada, the U.S.A., Europe and in several other markets around the world. BioSyent Pharma Inc. launched Inofolic® in Canada in August 2023.

## Gelclair®

**gelclair®**

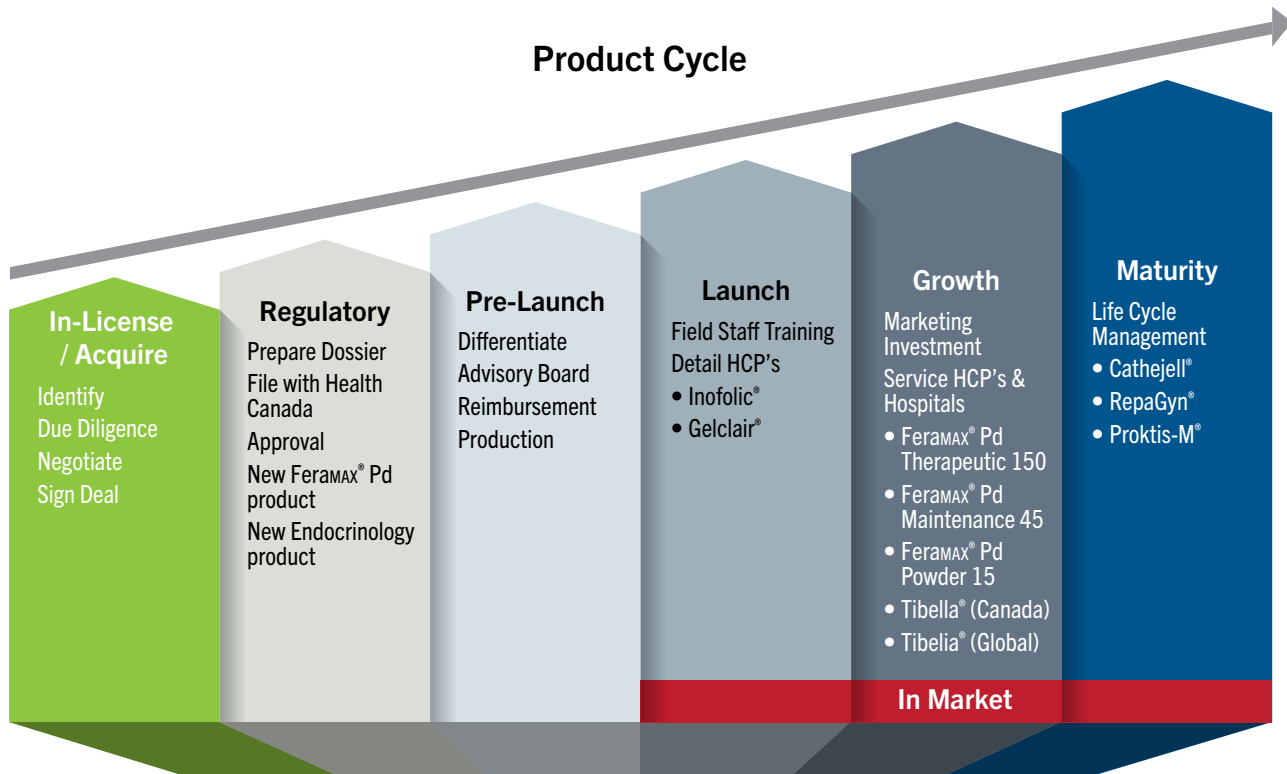
In 2022, BioSyent Pharma signed a Distribution Agreement with a European partner to acquire an exclusive license to use certain trademarks and to distribute an oncology supportive care product, Gelclair®, in Canada. Gelclair® is a viscous gel specially formulated to aid in soothing the pain of oral mucositis by forming a protective film barrier that adheres to the mucosa of the mouth to protect the nerve endings that cause pain from further irritation and to hydrate and coat damaged tissue. Oral mucositis is a painful inflammation and ulceration of the mucous membranes in the mouth and throat often experienced by patients undergoing radiation or chemotherapy for cancer or bone marrow transplant. Having obtained the necessary regulatory approvals from Health Canada, BioSyent Pharma Inc. commenced promoting Gelclair® in Canada through its Specialty Business Unit in July 2023. BioSyent Pharma Inc. commenced distribution of Gelclair® in Canada in November 2023.

## New Endocrinology Product

In 2024, BioSyent Pharma signed a License and Supply Agreement with a European partner to acquire an exclusive license to register, market, sell and distribute a new endocrinology product for Canada. BioSyent Pharma is currently awaiting regulatory approval of this product from Health Canada.

## Pharmaceutical Product Cycle

The Company organizes its product lifecycle into six stages: (i) in-license stage, (ii) regulatory stage, (iii) pre-launch stage, (iv) launch stage, (v) growth stage, and (vi) maturity stage.



The Company currently has three pharmaceutical products in the maturity stage (Cathejell<sup>®</sup>, RepaGyn<sup>®</sup>, and Proktis-M<sup>®</sup>), five pharmaceutical products in the growth stage (Feramax<sup>®</sup> Pd Therapeutic 150, Feramax<sup>®</sup> Pd Maintenance 45, Feramax<sup>®</sup> Pd Powder 15, Tibella<sup>®</sup> (Canada), and Tibelia<sup>®</sup> (Global)), two pharmaceutical products in the launch stage (Inofolic<sup>®</sup> and

Gelclair<sup>®</sup>), and two pharmaceutical products in the regulatory stage (a new endocrinology product and a new Feramax<sup>®</sup> Pd product in development). New product acquisition opportunities, as well as product dispositions, can occur throughout the product lifecycle stages illustrated above.

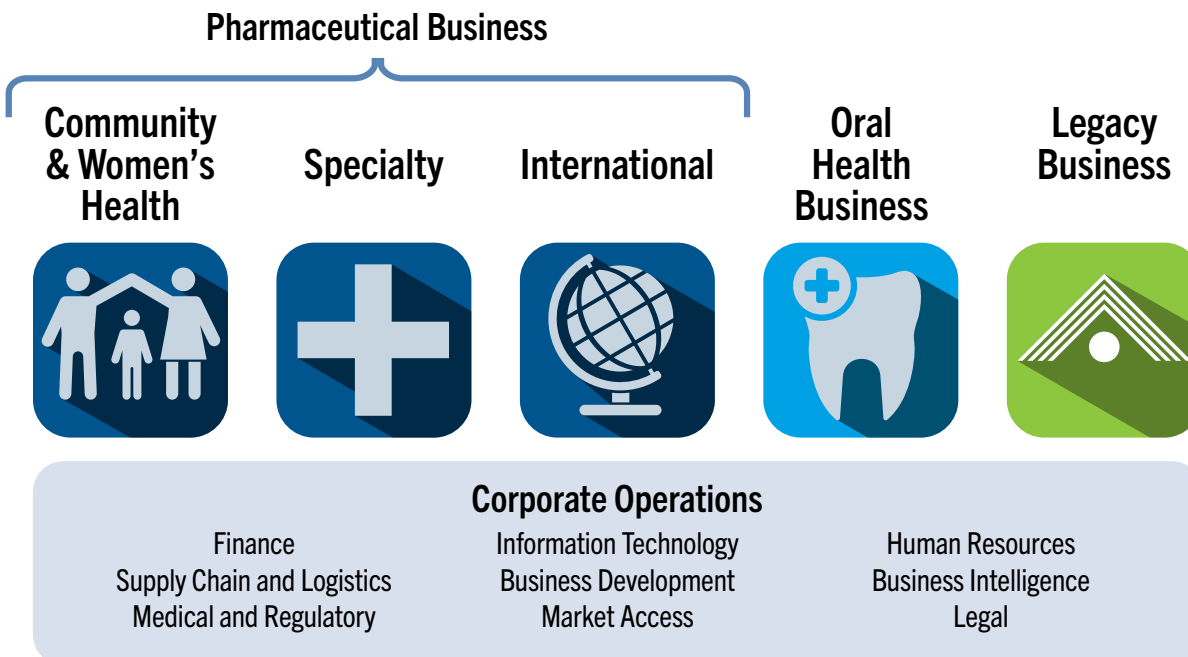
## Pharmaceutical Product Pipeline

The Company is committed to expanding its pharmaceutical product portfolio and accelerating its product pipeline with a focus on innovative products that are unique. Although launched in markets outside of Canada, some of these products may require additional investment before the Company seeks approval from Health Canada for the Canadian market.

## Pharmaceutical Business Structure

The Company has three pharmaceutical businesses: (i) the Community and Women’s Health Business which commercializes pharmaceutical products focused on improving family and women’s health in Canada (the “**Community Business**”); (ii) the Specialty Business which sells pharmaceutical and healthcare products to

Canadian hospitals and specialists (the “**Specialty Business**”); and (iii) the International Pharmaceutical Business which sells FeraMAX® and Tibelia® to markets outside of Canada (the “**International Business**”).



These three businesses, collectively, the “**Pharmaceutical Business**”, as well as the Legacy Business, are supported by the Company’s Corporate Operations, including the finance, supply chain and logistics, medical and regulatory affairs, information technology, business development, market access, human resources, business intelligence, and legal functions. As the Company expands its product portfolio into new therapeutic areas, new business units may be established as part of the pharmaceutical business structure as and when considered appropriate.

## Legacy Business

### Protect-It®

The Company continues to manufacture and market Protect-It®, a bio-friendly, non-chemical, food-safe grain insecticide. Protect-It® was developed through collaborative research between the Cereal Research Centre of Agriculture and Agri-Food Canada. Protect-It® is used as a preventative treatment against insect infestations in stored grains. The Legacy Business provides an additional source of cash flows for the Company allowing it to focus on its strategic areas of growth in the Pharmaceutical Business.

## Oral Health Business

BioSynt Inc. acquired Oral Science Inc. on March 1, 2026. As a wholly-owned subsidiary of BioSynt Inc., Oral Science Inc. operates the Company’s oral health business, marketing and distributing dental hygiene and oral health products to Canadian dental clinics and consumers.

## New Capabilities and Awards



### FeraMAX® #1 for Tenth Consecutive Year

On April 1, 2025, the Company's FeraMAX® brand was named the #1 Pharmacist and Physician recommended over-the-counter oral iron supplement brand in Canada for the tenth consecutive year (*EnsembleIQ Research and Innovation:*

*Pharmacy Practice + Business, The Medical Post, Profession Santé, CanadianHealthcareNetwork.ca, and ProfessionSanté.ca 2025 Survey on OTC Counselling and Recommendations*).

### Election of New Director – Prakash Gowd

On May 15, 2025, Mr. Prakash Gowd was elected to the Company's Board of Directors as an Independent Director at the Company's Annual General and Special Meeting of Shareholders, replacing Mr. Larry Andrews who retired from the Board on the same date. Mr. Gowd brings extensive healthcare experience and a strong business acumen to the Board.



### Acquisition of Oral Science

On March 2, 2026, the Company announced that it had successfully closed the acquisition of Oral Science Inc., a privately-owned Canadian distributor of specialized healthcare products for dental hygiene and oral health based in Brossard, Quebec.



Pursuant to the terms of a Share Purchase Agreement ("SPA") dated February 8, 2026, BioSyent Inc., through a wholly-owned acquisition corporation, 17706138 Canada Inc., completed the acquisition of Oral Science from the shareholders of Oral Science (the "Sellers") in an arm's length transaction. The aggregate purchase price was \$25.5 million, satisfied by: (i) a cash payment of \$22.5 million to the Sellers of which \$0.2 million was satisfied with the grant of 12,666 Restricted Share Units ("RSUs") to certain Oral Science employees pursuant to BioSyent Inc.'s RSU Plan which will fully vest on the second anniversary of the grant date; and (ii) the issue of 234,192 BioSyent common shares (the "Consideration Shares") to the Sellers at a deemed issue price of \$12.81 per share (\$3.0 million in aggregate). BioSyent Inc. paid to the Sellers additional cash consideration of \$2.0 million on closing, representing the excess working capital of Oral Science above the \$6.3 million working capital requirement pursuant to the SPA. The Sellers are also entitled to a contingent cash earn-out payment in 2027 based on the performance of the Oral Science business in 2025 and 2026 as well as contingent royalty payments until 2033 based on the future sales of one product up to a maximum value of \$6.0 million.

## Key Performance Measures

A summary of key performance measures for the fourth quarter (“Q4”) and full year (“FY”) ended December 31, 2025 and December 31, 2024 are presented in the following tables along with the preceding three quarters, with commentary on the Company’s overall financial performance below:

Key Performance Measure	FY 2025	% Change vs. FY 2024	% to Total Company Sales	CAGR* (FY 2023 - FY 2025)	Q4 2025	% Change vs. Q4 2024	% to Total Company Sales	Q3 2025	Q2 2025	Q1 2025
Canadian Pharma Sales	37,143,783	13%	86%		8,792,653	3%	91%	9,864,254	9,327,224	9,159,652
International Pharma Sales	3,735,959	302%	9%		601,387	240%	6%	1,153,742	445,614	1,535,216
Legacy Business Sales	2,172,241	86%	5%		277,883	278%	3%	1,203,808	406,458	284,092
Total Company Sales	43,051,983	23%	100%	17%	9,671,923	10%	100%	12,221,804	10,179,296	10,978,960
Gross Profit	32,963,028	18%	77%		7,446,354	4%	77%	9,266,920	7,912,562	8,337,192
EBITDA	12,122,756	30%	28%		2,528,561	13%	26%	3,632,399	2,760,149	3,201,647
NIAT	9,012,232	24%	21%	18%	1,991,788	23%	21%	2,682,340	2,018,171	2,319,933
Diluted EPS	0.78	27%			0.17	25%		0.23	0.18	0.20
Net Change in Cash, Short term and Long term Investments	5,901,238				3,149,530			1,934,833	1,962,835	(1,145,960)

Key Performance Measure	FY 2024	% Change vs. FY 2023	% to Total Company Sales	CAGR* (FY 2022 - FY 2024)	Q4 2024	% Change vs. Q4 2023	% to Total Company Sales	Q3 2024	Q2 2024	Q1 2024
Canadian Pharma Sales	32,931,149	11%	94%		8,546,451	7%	97%	8,303,074	8,535,480	7,546,144
International Pharma Sales	929,975	-11%	3%		176,734	223%	2%	596,024	157,217	-
Legacy Business Sales	1,169,773	18%	3%		73,499	-68%	1%	656,913	251,869	187,492
Total Company Sales	35,030,897	11%	100%	12%	8,796,684	6%	100%	9,556,011	8,944,566	7,733,636
Gross Profit	27,856,073	9%	80%		7,154,949	7%	81%	7,486,415	7,070,835	6,143,874
EBITDA	9,343,012	18%	27%		2,241,112	36%	25%	2,849,636	2,048,071	2,204,193
NIAT	7,270,104	13%	21%	15%	1,613,194	11%	18%	2,307,894	1,580,289	1,768,727
Diluted EPS	0.62	16%			0.14	17%		0.20	0.13	0.15
Net Change in Cash, Short term and Long term Investments	(2,642,469)				(1,517,036)			1,753,363	(1,986,128)	(892,668)

\* CAGR – Compound Annual Growth Rate

## Q4 2025 vs. Q4 2024

Total Company sales increased by 10% in Q4 2025 over Q4 2024 with 3% growth in the Company's Canadian Pharmaceutical business combined with incremental growth contributed by the Company's international Tibelia® business (acquired in 2024) and an unseasonably strong fourth quarter in the Company's legacy Protect-It® insecticide business.

The Company's operating expenses were consistent at 77% to sales in Q4 2025 and Q4 2024; however, the Company's Net Profit After Tax ("NIAT") margin increased to 21% to sales in Q4 2025 as compared to 18% in Q4 2024 as a result of a lower fourth quarter corporate tax provision in 2025 versus 2024.

## FY 2025 vs. FY 2024

On a full year basis, total Company sales in 2025 increased by 23% over 2024, driven by continued growth in the Company's Canadian pharmaceutical business combined with additional international sales contributed by the Tibelia® product, and strong Canadian sales of the Company's legacy Protect-It® product.

The Company's total operating expenses were largely consistent relative to sales with the prior year, resulting in a NIAT margin of 21% to sales in both FY 2025 and FY 2024.

## Results of Operations for the three and twelve months ended December 31, 2025 and 2024

### Total Company Sales:

#### Q4 2025 vs. Q4 2024

Total Company sales for Q4 2025 were \$9,671,923, increasing by 10% over Q4 2024 sales of \$8,796,684 which increased by 6% compared to Q4 2023. This increase in Q4 2025 total Company sales was a result of sales growth in each of the Company's business units: Canadian pharmaceutical sales +3%; international pharmaceutical sales +240%; and legacy business sales +278%.

#### FY 2025 vs. FY 2024

Total Company sales for FY 2025 were \$43,051,983, increasing by 23% over FY 2024 sales of \$35,030,897 which increased by 11% compared to FY 2023. This increase in FY 2025 total Company

sales was a result of sales growth in each of the Company's business units: Canadian pharmaceutical sales +13%; international pharmaceutical sales +302%; and legacy business sales +86%.

### Canadian Pharmaceutical Sales:

#### Q4 2025 vs. Q4 2024

Canadian pharmaceutical sales for Q4 2025 were \$8,792,653, increasing by 3% versus Q4 2024 sales of \$8,796,684 which increased by 6% compared to Q4 2023.

The table below summarizes the Q4 2025 versus Q4 2024 percentage change in sales (dollars) by brand for the Canadian pharmaceutical business, followed by management's commentary on any significant changes:

Brand	Life Cycle Stage	Q4 2025 vs. Q4 2024 Change
Inofolic®	Launch	+68%
Gelclair®	Launch	-15%
Feramax® Pd	Growth	+1%
Tibella® (Canada)	Growth	+21%
Cathejell®	Mature	-3%
Combogesic®	Mature	+5%
Proktis-M®	Mature	n/a*
RepaGyn®	Mature	+14%

\*Nil sales in current and comparative period.

### Launch Brands:

With ongoing promotional investment and selling efforts, sales of the Company's Inofolic® product (launched in 2023) grew by 68% during the quarter (on a comparatively low base) through growth in patient demand. Adoption and usage of the Company's Gelclair® oncology supportive care product (also launched in 2023) among oncology specialists and patients have been below management's expectations. With a re-allocation of selling resources to other brands during the previous quarter, sales of the Gelclair® product declined from the comparative period. Sales of Inofolic® and Gelclair® do not represent a significant portion of total Canadian pharmaceutical sales for Q4 2025.

### Growth Brands:

Q4 2025 Canadian pharmaceutical sales growth was driven by growth in sales of the Tibella® women's health product through the Company's ongoing engagement with healthcare practitioners and educational events, as well as growing patient awareness of treatment options for the symptoms of menopause. With continued promotional focus and ongoing selling and marketing investment, Feramax® Pd product suite sales grew by 1% in Q4 2025 over Q4 2024, during which sales grew by 7% over the comparative period.

### Mature Brands:

With limited selling and marketing investment in its mature brands, Q4 2025 sales of the Company's Cathejell® product declined by 3% from Q4 2024, during which sales grew by 4% over the comparative period. Sales of RepaGyn® increased by 14% in Q4 2025. There were no sales of the Company's Proktis-M® product during the current or comparative periods. No selling and marketing resources were allocated to the Combogesic® product during the quarter as the Company entered into a Transition Agreement to return the Canadian rights to this product to the licensor in September 2025

Brand	Life Cycle Stage	FY 2025 vs. FY 2024 Change
Inofolic®	Launch	+64%
Gelclair®	Launch	-39%
FeraMAX® Pd	Growth	+12%
Tibella® (Canada)	Growth	+32%
Cathejell®	Mature	+3%
Combogesic®	Mature	-18%
Proktis-M®	Mature	n/a*
RepaGyn®	Mature	+3%

\*\$Nil sales in comparative period.

### Launch Brands:

FY 2025 sales of the Company's Inofolic® product (launched in 2023) increased by 64% over a low base in the comparative period with ongoing promotional investment growing product awareness among patients and healthcare professionals. Sales of the Company's Gelclair® product (also launched in 2023) declined by 39% in the full year period as adoption of the product among oncology specialists has been slower than planned. During 2025, the Company also re-allocated selling and market resources away from this brand towards its other launch and growth brands. Sales of Geclair® product do not represent a significant portion of total Canadian pharmaceutical sales for FY 2025.

### Growth Brands:

FY 2025 Canadian pharmaceutical sales growth was led by the FeraMAX® Pd product suite with continued growth from the FeraMAX® Pd Therapeutic 150 product and incremental growth contributed by the FeraMAX® Pd Maintenance 45 product (launched in 2023). This growth was driven by continued promotional investment in this brand by the Company and national salesforce support, with widespread recognition and recommendation among Canadian healthcare professionals of FeraMAX® Pd for patients with iron deficiency and iron deficiency anemia.

Canadian sales of the Tibella® women's health product grew by 32% in FY 2025 over the comparative period through focused salesforce activities and the Company's continued engagement with healthcare professionals treating women experiencing menopause. The gross margin on Canadian Tibella® sales has improved since the Company's 2024 acquisition of the global rights to this product, generating incremental profit with the continued sales growth of this product in Canada in FY 2025.

and ceased to market and distribute this product in January 2026. Sales of the Combogesic® product do not represent a significant portion of total Canadian pharmaceutical sales for Q4 2025.

### FY 2025 vs. FY 2024

Canadian pharmaceutical sales for FY 2025 were \$37,143,783, increasing by 13% versus FY 2024 sales of \$32,931,149 which increased by 11% compared to FY 2023.

The table below summarizes the FY 2025 versus FY 2024 percentage change in sales (dollars) by brand for the Canadian pharmaceutical business:

### Mature Brands:

Sales of the Company's Cathejell® and RepaGyn® products each grew by 3% in FY 2025 over the comparative period with narrow selling and marketing investment. Sales of the Combogesic® pain relief product declined by 18% during the year as the Company de-prioritized this product in its promotional efforts. The Company entered into a Transition Agreement to return the Canadian rights to this product to the licensor and ceased to market and distribute this product in January 2026. Sales of the Combogesic® product do not represent a significant portion of total Canadian pharmaceutical sales for FY 2025.

With an increased level of economic uncertainty in Canada as a result of tariffs, counter-measures and growing threats to global trade, there is a risk that the negative macroeconomic effects of such measures may negatively impact the purchasing power of Canadians and, in turn, the demand for the Company's pharmaceutical products among Canadian consumers. To date, the Company has not observed any material impact on the demand for its Canadian pharmaceutical products in FY 2025 as a result of tariffs or counter-tariffs.

### International Pharmaceutical Sales:

#### Q4 2025 vs. Q4 2024

International pharmaceutical sales for Q4 2025 were \$601,387 (consisting entirely of international Tibella® sales), increasing by 240% versus Q4 2024 international pharmaceutical sales of \$176,734 (consisting entirely of international FeraMAX® sales). This sales growth was a result of additional sales of the Tibella® (tibolone) product (acquired in September 2024). International Tibella® sales continued to perform to management's expectations during the fourth quarter with sales of this product in each quarter of 2025.

## FY 2025 vs. FY 2024

International pharmaceutical sales for FY 2025 (FeraMAX<sup>®</sup> and Tibelia<sup>®</sup>) were \$3,735,959, increasing by 302% versus FY 2024 sales of \$929,975 (FeraMAX<sup>®</sup> only). FY 2025 international sales of Tibelia<sup>®</sup> were \$2,389,277, contributing significant sales growth over the comparative period. FY 2025 International FeraMAX<sup>®</sup> sales also increased by 45% over the comparative period, contributing to substantial overall international pharmaceutical sales growth for the year.

The Company exports products to several markets, including the Middle East. While the Company shipped two FeraMAX<sup>®</sup> orders to customers in this region early in 2026, given the current heightened level geopolitical instability and armed conflict in the region, there is an increased level of uncertainty with respect to the timing of future sales of FeraMAX<sup>®</sup> to this region in 2026 and future periods as the Company's distribution partners navigate the regulatory, geopolitical, logistical and trade challenges of the business environment in certain of these markets. While the Company exports products to certain Middle East markets, it does not have operations, assets, personnel, or any other business activities in these markets.

The Company does not export any of its international pharmaceutical products to the United States. As such, its international pharmaceutical sales are not directly impacted by any tariffs imposed on pharmaceutical imports to that market.

## Legacy Business Sales:

### Q4 2025 vs. Q4 2024

Protect-It<sup>®</sup> sales for Q4 2025 were unseasonably strong at \$277,883, increasing by 278% from Q4 2024 sales of \$73,499 which declined by 68% from Q4 2023. The increase in Q4 2025 Protect-It<sup>®</sup> sales, primarily to Canadian customers, was a result of a number of factors, including weather conditions, grain crop production and yields, and the prevalence of grain pests in Western Canada, all of which can vary significantly from period to period.

### FY 2025 vs. FY 2024

Protect-It<sup>®</sup> sales for FY 2025 were \$2,172,241, increasing by 86% from FY 2024 sales of \$1,169,773 which increased by 18% as compared to FY 2023.

Timing of demand for grain insecticides is influenced by several factors, including weather conditions, prices of agricultural inputs, the quality and quantity of the food grain harvest, and the level of infestation of stored grain, which can vary significantly from period to period.

## Expenses

### Q4 2025 vs. Q4 2024

	Q4 2025	% Change vs. Q4 2024	% to Total Company Sales	Q4 2024	% Change vs. Q4 2023	% to Total Company Sales
Cost of goods sold	\$ 2,225,569	36%	23%	\$ 1,641,735	5%	19%
Selling and marketing	\$ 2,747,841	-6%	28%	\$ 2,937,201	-19%	33%
General and administration	\$ 2,370,213	10%	25%	\$ 2,157,106	43%	25%
New business development costs	\$ 103,555	85%	1%	\$ 55,850	-3%	1%
Finance costs	\$ 11,478	-18%	0%	\$ 13,971	-15%	0%
Subtotal	\$ 7,458,656	10%	77%	\$ 6,805,863	1%	77%
Finance income	\$ (265,121)	2%	3%	\$ (260,088)	-24%	3%

Total expenses for Q4 2025 (including the cost of goods sold) were \$7,458,656 increasing by 10% overall versus Q4 2024 expenses of \$6,805,863 which increased by 1% versus Q4 2023. The ratio of total expenses to sales in Q4 2025 was 77%, consistent with such ratio for Q4 2024.

The cost of goods sold increased to 23% of sales in Q4 2025 as compared to 19% in Q4 2024 due primarily to changes in product mix, including a larger proportion of lower-margin international pharmaceutical sales in Q4 2025 vs. Q4 2024. To date, the Company's cost of goods has not been significantly impacted by tariffs and counter-tariffs imposed by the United States, Canada or other jurisdictions. The long-term impact of threatened or actual tariffs on the Company's supply chains is uncertain; however, given the Company's current level of inventory coverage, management does not expect a significant impact from such tariffs on its cost of goods in 2026.

Total selling and marketing expenses for Q4 2025 were \$2,747,841, decreasing by 6% compared to Q4 2024 selling and marketing expenses of \$2,937,201. The ratio of selling and marketing expenses to sales in Q4 2025 was 28%, decreasing from a ratio of 33% to sales in Q4 2024. The decline in this ratio was a result of reductions in certain marketing expenditures associated with the Combogesic<sup>®</sup> and Gelclair<sup>®</sup> brands as well as a larger proportion of international pharmaceutical sales in Q4 2025 compared to Q4 2024, particularly with the addition of international Tibelia<sup>®</sup> (tibolone) sales which are sold through pharmaceutical distributors requiring fewer selling and marketing resources from the Company as compared to its Canadian pharmaceutical business.

General and administration expenses for Q4 2025 were \$2,370,213, increasing by 10% compared to Q4 2024 general and administration expenses of \$2,157,106. Overall, the ratio of general and administration expenses in Q4 2025 was consistent such ratio in Q4 2024 at 25% to sales.

New business development costs for Q4 2025 were \$103,555, increasing by 85% compared to Q4 2024 new business development costs of \$55,850 as a result of certain one-time transaction costs associated with the Company's acquisition of Oral Science Inc. which was completed on March 2, 2026.

Finance income for Q4 2025, consisting of interest earned on short term and long term investments as well as certain realized foreign exchange gains, was \$265,121, increasing by 2% as compared to Q4 2024 finance income of \$260,088 as a result of certain one-time foreign exchange gains of \$77,354 realized on the Company's EUR currency during Q4 2025.

#### FY 2025 vs. FY 2024

	FY 2025	% Change vs. FY 2024	% to Total Company Sales	FY 2024	% Change vs. FY 2023	% to Total Company Sales
Cost of goods sold	\$ 10,088,955	41%	23%	\$ 7,174,824	20%	20%
Selling and marketing	\$ 13,525,793	12%	31%	\$ 12,125,260	2%	35%
General and administration	\$ 7,680,350	14%	18%	\$ 6,729,068	10%	19%
New business development costs	\$ 563,974	127%	1%	\$ 248,681	111%	1%
Finance costs	\$ 49,353	-17%	0%	\$ 59,152	-14%	0%
Subtotal	\$ 31,908,425	21%	74%	\$ 26,336,985	9%	75%
Finance income	\$ (886,454)	-19%	2%	\$ (1,088,586)	-4%	3%

Total expenses for FY 2025 (including the cost of goods sold) were \$31,908,425, increasing by 21% overall versus FY 2024 expenses of \$26,336,985 which increased by 9% versus FY 2023. The ratio of total expenses to sales in FY 2025 was 74%, decreasing slightly from a ratio of 75% to sales in FY 2024.

The cost of goods sold increased to 23% of sales in FY 2025 as compared to 20% in FY 2024 primarily as a result of changes in product mix with a larger proportion of lower-margin international pharmaceutical sales in FY 2025 vs. FY 2024 with the addition of Tibelia® international sales in FY 2025.

Total selling and marketing expenses for FY 2025 were \$13,525,793 increasing by 12% compared to FY 2024 selling and marketing expenses of \$12,125,260. The ratio of selling and marketing expenses to sales in FY 2025 was 31%, decreasing from a ratio of 35% to sales in FY 2024 as a result of 23% overall sales growth for the year, a higher proportion of legacy business and international pharmaceutical sales to distributors which require fewer selling and marketing resources, and a lower proportion of launch product promotional expenditures during the year.

General and administration expenses for FY 2025 were \$7,680,350, increasing by 14% compared to FY 2024 general and administration expenses of \$6,729,068 as a result of an increase in certain corporate expenses, professional fees, information technology, research and development expenditure, as well as intangible assets amortization expense on the Tibelia® (tibolone) assets acquired in September 2024. Overall, the ratio of general and administration expenses decreased to 18% of sales in FY 2025 as compared to 19% in FY 2024 as a result of 23% overall sales growth for the year.

New business development costs for FY 2025 were \$563,974, increasing by 127% compared to FY 2024 new business development costs of \$248,681 as a result of one-time transaction costs of \$399,548 associated with the Company's acquisition of Oral Science Inc.

Finance income for FY 2025, consisting of interest earned on short term and long term investments as well as certain realized foreign exchange gains, was \$886,454, decreasing by 19% as compared to FY 2024 finance income of \$1,088,586 as a result of the impact of declining market interest rates over the last 12 months.

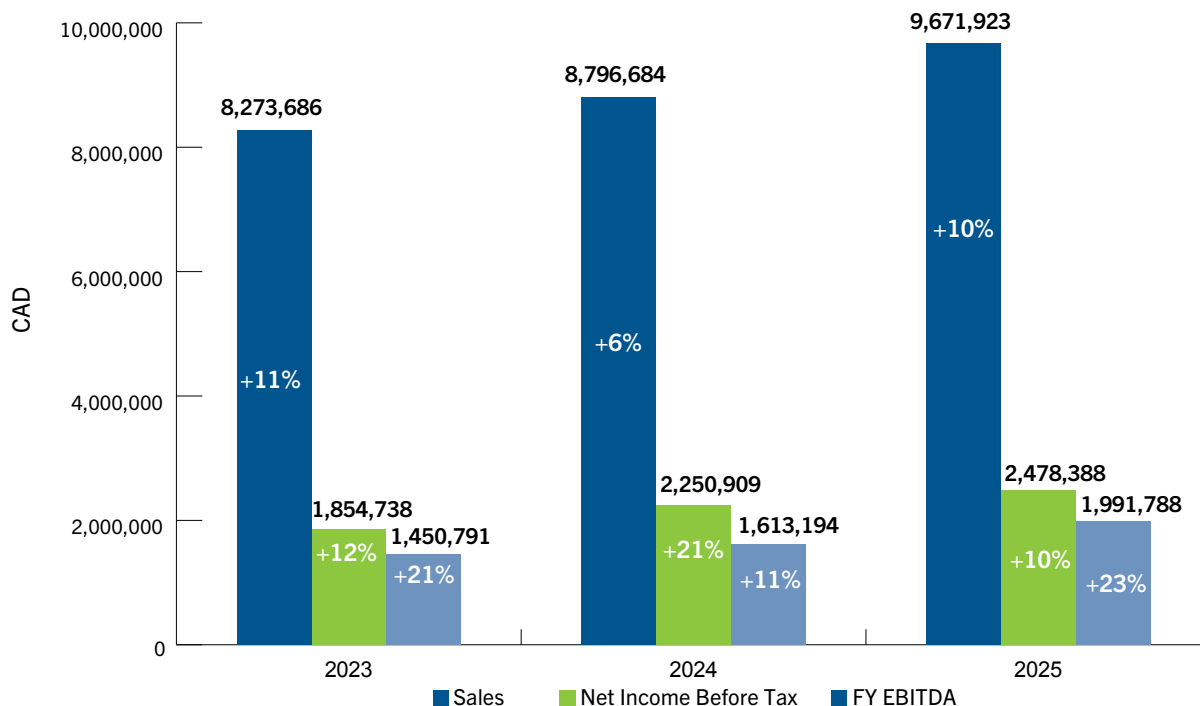
## Net Income After Taxes (NIAT)

### Q4 2025 vs. Q4 2024

NIAT for Q4 2025 of \$1,991,788 increased by 23% compared to NIAT for Q4 2024 of \$1,613,194 which increased by 11% compared to Q4 2023. The Company's NIAT margin for Q4 2025 was 21% to sales, increasing from a NIAT margin of 18% in Q4 2024. While the Company's total revenue increased by 10% in Q4

2025 vs. Q4 2024, its overall operating expense ratio remained consistent, with Net Income Before Tax (NIBT) also increasing by 10%. A lower fourth quarter corporate tax provision in 2025 compared to 2024 resulted in a higher overall NIAT margin in Q4 2025 versus Q4 2024.

**Sales and Net Income Before & After Tax  
For the three months (Q4) ended December 31**

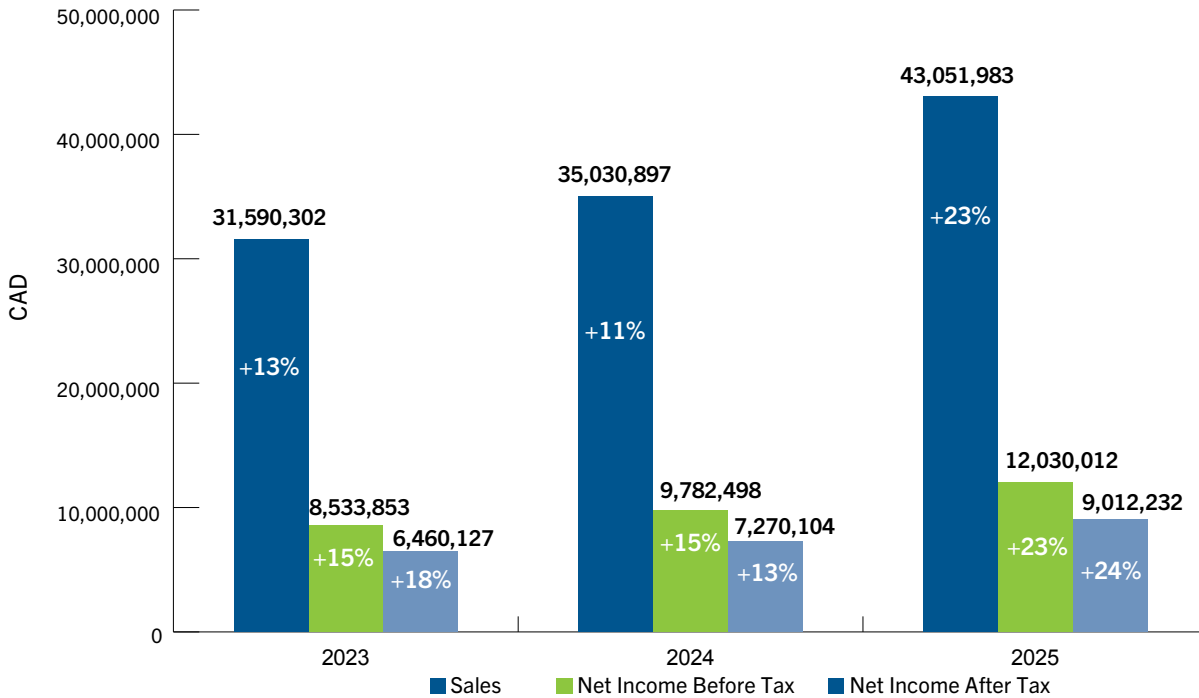


Including currency translation losses of \$12,455, total comprehensive income for Q4 2025 was \$1,979,333, increasing by 20% compared to total comprehensive income for Q4 2024 of \$1,644,438 which increased by 27% compared to total comprehensive income for Q4 2023.

**FY 2025 vs. FY 2024**

NIAT for FY 2025 of \$9,012,232 increased by 24% compared to NIAT for FY 2024 of \$7,270,104 which increased by 13% compared to FY 2023. The Company's NIAT margin for FY 2025 was 21% to sales, consistent with such margin for FY 2024.

**Sales and Net Income Before & After Tax  
For the full year (FY) ended December 31**



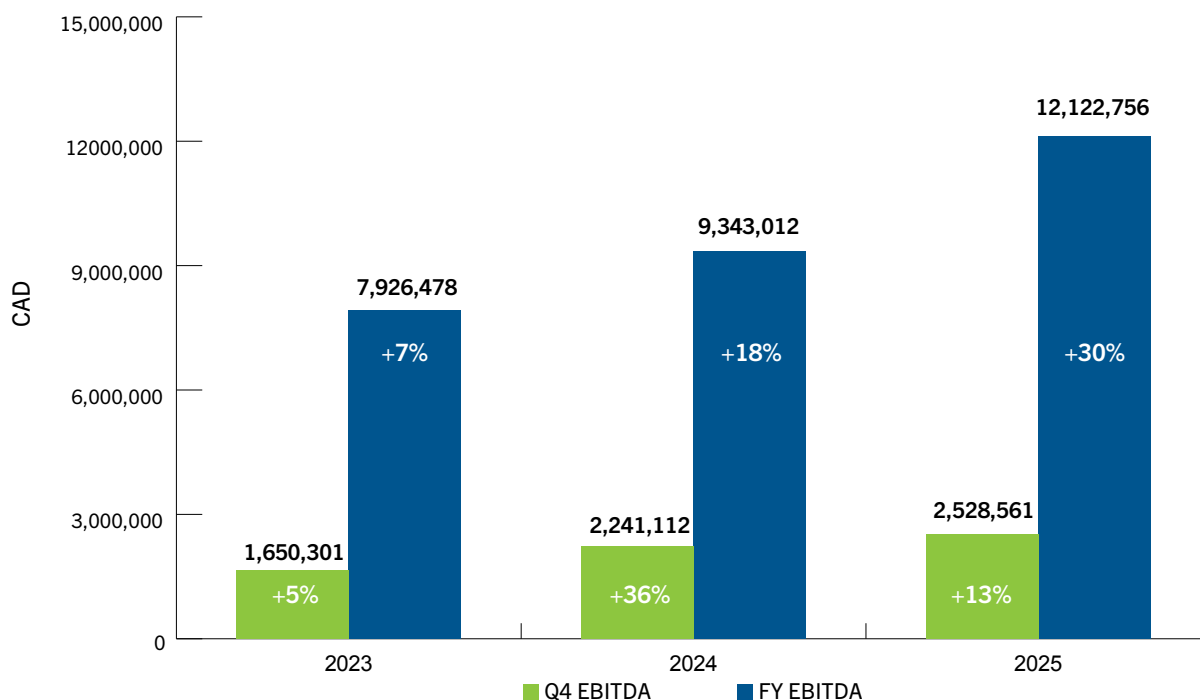
Including currency translation losses of \$13,113, total comprehensive income for FY 2025 was \$8,999,119, increasing by 24% compared to total comprehensive income for FY 2024 of \$7,276,005 which increased by 13% compared to total comprehensive income for FY 2023.

## Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA)

EBITDA is a non-IFRS financial measure. The term EBITDA does not have any standardized meaning under IFRS and therefore may not be comparable to similar measures presented by other companies. The Company defines EBITDA as earnings before

interest income and/or expense, income taxes, depreciation and amortization. A summary of the Company's EBITDA for the three and twelve months ended December 31, 2023, 2024, and 2025 is provided in the graph below:

### EBITDA for the three and twelve months ended December 31



#### Q4 2025 vs. Q4 2024

EBITDA for Q4 2025 of \$2,528,561 increased by 13% compared to EBITDA for Q4 2024 of \$2,241,112 which increased by 36% compared to Q4 2023. The Company's EBITDA margin of 26% to sales for FY 2025 increased from an EBITDA margin of 25% to sales for FY 2024.

A reconciliation of EBITDA to NIAT for the three months ended December 31, 2025, 2024, and 2023 is provided in the table below:

#### RECONCILIATION OF EBITDA TO NIAT FOR THE THREE MONTHS (Q4) ENDED DECEMBER 31,

	2025	2024	2023
Q4 EBITDA	\$ 2,528,561	\$ 2,241,112	\$ 1,650,301
Add: Interest Income	187,767	260,088	342,183
Less: Less: Depreciation of Property and Equipment	(70,964)	(72,113)	(76,964)
Amortization of Intangible Assets	(155,498)	(164,207)	(44,388)
Interest Expense	(11,478)	(13,971)	(16,394)
Income Tax Expense	(486,600)	(637,715)	(403,947)
<b>Q4 NIAT</b>	<b>\$ 1,991,788</b>	<b>\$ 1,613,194</b>	<b>\$ 1,450,791</b>

## FY 2025 vs. FY 2024

EBITDA for FY 2025 of \$12,122,756 increased by 30% compared to EBITDA for FY 2024 of \$9,343,012 which increased by 18% compared to FY 2023. The Company's EBITDA margin of 28% to sales for FY 2025 increased from a margin of 27% to sales for FY

2024 as a result of a decrease in the Company's overall operating expenses in proportion to sales, with an operating expense ratio of 74% for FY 2025 as compared to a ratio of 75% for FY 2024.

A reconciliation of EBITDA to NIAT for the full years ended December 31, 2025, 2024, and 2023 is provided in the table below:

## RECONCILIATION OF EBITDA TO NIAT FOR THE FULL YEAR (FY) ENDED DECEMBER 31

	2025	2024	2023
FY EBITDA	\$ 12,122,756	\$ 9,343,012	\$ 7,926,478
Add: Interest Income	809,100	1,088,586	1,131,124
Less: Depreciation of Property and Equipment	(272,299)	(281,220)	(292,632)
Amortization of Intangible Assets	(580,192)	(308,728)	(162,706)
Interest Expense	(49,353)	(59,152)	(68,411)
Income Tax Expense	(3,017,780)	(2,512,394)	(2,073,726)
FY NIAT	\$ 9,012,232	\$ 7,270,104	\$ 6,460,127

## Earnings per Share (EPS)

Below is a summary of the Company's quarterly sales, NIAT, and EPS for the nine most recently completed quarters:

	Q4 2025	Q3 2025	Q2 2025	Q1 2025	Q4 2024	Q3 2024	Q2 2024	Q1 2024	Q4 2023
Total Company Sales (\$)	9,671,923	12,221,804	10,179,296	10,978,960	8,796,684	9,556,011	8,944,566	7,733,636	8,273,686
Net Income After Taxes (\$)	1,991,788	2,682,340	2,018,171	2,319,933	1,613,194	2,307,894	1,580,289	1,768,727	1,450,791
Earnings Per Share – Basic (\$)	0.17	0.24	0.18	0.21	0.14	0.20	0.14	0.15	0.12
Earnings Per Share – Fully Diluted (\$)	0.17	0.23	0.18	0.20	0.14	0.20	0.13	0.15	0.12
TTM EPS – Diluted (\$)	0.78	0.75	0.72	0.67	0.62	0.60	0.60	0.59	0.53

Fully diluted EPS for Q4 2025 was \$0.17, increasing by \$0.03 compared with fully diluted EPS of \$0.14 for Q4 2024 which increased by \$0.02 versus Q4 2023.

Fully diluted EPS for FY 2025 was \$0.78, increasing by \$0.16 compared with fully diluted EPS of \$0.62 for FY 2024 which increased by \$0.09 versus FY 2023.

While FY 2025 NIAT of \$9,012,232 increased by 24% over FY 2024, fully diluted EPS for FY 2025 increased by 27% over FY 2024 as a result of the Company's ongoing share buyback program under its Normal Course Issuer Bid which resulted in a reduction in the diluted weighted average number of shares outstanding by 301,270 for FY 2025 as compared to FY 2024.

## Financial Resources and Liquidity

Working capital, defined here as the difference between current assets and current liabilities, increased to \$32,577,353 as at December 31, 2025 from \$19,065,974 as at December 31, 2024 as a result of an increase in cash, inventory, trade accounts receivable and short-term investments with a greater proportion of the Company's GICs maturing within one year as compared to December 31, 2024. The Company actively manages the tenor of its GIC investments in order to maximize interest income over the short-term and long-term while maintaining the liquidity necessary to meet its operating, investing, and financing needs. The Company decreased the tenor of its GIC investments and increased its holdings of liquid cash in preparation for its March 1, 2026 acquisition of Oral Science Inc., deploying \$16.3 million of its excess cash in the transaction subsequent to year-end. Cash and short term investments of \$28,651,823 accounted for 88% of working capital as at December 31, 2025 as compared with cash and short-term investments of \$15,940,971 accounting for 84% of working capital as at December 31, 2024. The Company has sufficient cash, investments and working capital to maintain its operating activities and to fund its planned growth and development activities.

The Company's business model does not require significant ongoing capital investment. This business model consistently generates cash from operations, providing the Company with significant cash reserves not required in operations. The Company's cash reserves provide it with flexibility in the sourcing, financing, as well as commercialization of new product in-licensing and acquisition opportunities.

In addition to significant investment in growth (both in organic growth from existing brands and incremental growth from new brands), from time to time, excess capital may be returned to shareholders through Normal Course Issuer Bid share buybacks and cash dividends. Between December 10, 2018 and the date hereof, the Company repurchased and cancelled approximately 3.1 million common shares with a total expenditure of approximately \$22.6 million (at an average price per share of \$7.26).

On August 23, 2022, the Company's Board of Directors adopted a Dividend Policy. Subsequent quarterly cash dividend declaration, record and payment dates are indicated in the table below:

Declaration Date	Record Date	Payment Date	Amount per Common Share
October 12, 2022	November 30, 2022	December 15, 2022	\$0.040
February 1, 2023	February 28, 2023	March 15, 2023	\$0.040
May 25, 2023	June 2, 2023	June 15, 2023	\$0.040
August 22, 2023	August 31, 2023	September 15, 2023	\$0.040
November 15, 2023	November 30, 2023	December 15, 2023	\$0.040
February 6, 2024	February 29, 2024	March 15, 2024	\$0.045
May 16, 2024	May 31, 2024	June 15, 2024	\$0.045
August 26, 2024	September 4, 2024	September 15, 2024	\$0.045
November 19, 2024	November 29, 2024	December 16, 2024	\$0.045
January 30, 2025	February 28, 2025	March 14, 2025	\$0.050
May 15, 2025	May 30, 2025	June 13, 2025	\$0.050
August 21, 2025	August 29, 2025	September 15, 2025	\$0.050
November 20, 2025	November 28, 2025	December 15, 2025	\$0.050
January 29, 2026	February 27, 2026	March 13, 2026	\$0.055

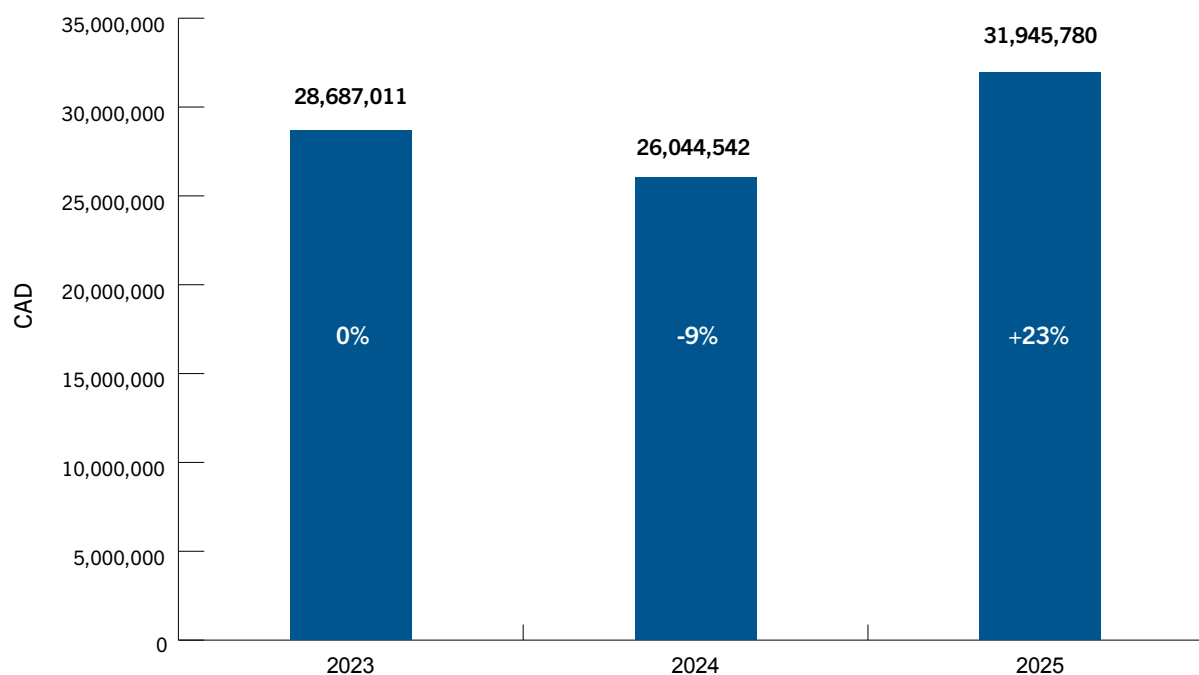
In addition to ongoing investments in growth and portfolio diversification, based on the Company's historical financial performance and planned future growth, the Board of Directors believes that share buybacks and cash dividends are also an effective use of capital in delivering long-term value to all BioSyent shareholders.

During FY 2025, there was a net increase in cash, short-term and long-term investments of \$5,901,238 as compared to a net decrease of \$2,642,469 during FY 2024. With FY 2025 NIAT of \$9,012,232, the Company's operating cash inflows were \$9,009,146. During

FY 2025, the Company expended \$335,764 on intangible asset additions, \$215,000 on share repurchases under its NCIB, \$453,780 on share purchases for its RSU Trust, and paid net cash dividends of \$2,252,222 during the year. Comparatively, with FY 2024 NIAT of \$7,270,104, the Company had operating cash inflows of \$8,663,484, expended \$4,627,369 on intangible asset additions (including the acquisition of the worldwide rights to Tibelia® (tibolone)), \$5,176,660 on share repurchases under its NCIB, \$265,617 on share purchases for its RSU Trust, and paid net cash dividends of \$2,079,691 during the comparative period.

The graph below illustrates the company's cash, cash equivalents, short-term and long-term investments as of December 31, 2023, 2024 and 2025 as well as the growth over the comparative period:

### Cash, Cash Equivalents and Investments at December 31



Total shareholders' equity increased to \$41,465,506 at December 31, 2025 from \$35,003,185 at December 31, 2024. While the Company generated comprehensive income of \$8,999,119 during FY 2025, it repurchased 19,500 of its own common shares during the year under its NCIB and a further 40,000 shares for its RSU Trust, reducing shareholders' equity by \$215,000 and \$453,780, respectively, as a result. Shareholders' equity was further reduced by the payment of net aggregate quarterly dividends of \$2,252,222 during the year. The Company's return on average equity for FY 2025 increased to 24% from 21% for FY 2024.

The Company's total assets at December 31, 2025 were \$49,439,459, increasing by 20% from total assets of \$41,359,450 as at December 31, 2024. This compares to total assets of \$41,528,939 at December 31, 2023.

At December 31, 2025, the Company had credit facilities available with Royal Bank of Canada including a revolving demand credit facility of \$1,750,000, which had not been utilized as of December 31, 2025, a foreign exchange facility, and a credit card facility of \$30,000.

Subsequent to the reporting date, on February 20, 2026 and in connection with the Company's acquisition of Oral Science Inc., the Company entered into a 1-Year \$6,000,000 Senior Secured

Demand Term Loan and a \$12,000,000 Senior Secured Demand Revolving Credit Line Facility with Royal Bank of Canada, with the total of the two facilities not to exceed \$12,000,000. The Company also increased its credit card facility to a maximum amount of \$200,000.

The Term Loan Facility bears interest at a variable rate equal to the Canadian Overnight Repo Rate Average ('CORRA') plus 1.20% per annum and the Revolving Credit Line Facility bears interest at a variable rate equal to the RBC Prime Rate plus 0.25%.

The Term Loan has a maturity date of September 30, 2026 with three quarterly principal payments of \$2,000,000 plus interest due on March 31, 2026, June 30, 2026, and September 30, 2026. The Revolving Credit Line Facility is due on demand.

These credit facilities are secured by a General Security Agreement constituting a first ranking security interest of RBC in the assets of the Company and its subsidiaries. The Company is also subject to a financial covenant on these facilities with a maximum funded debt to EBITDA ratio of 2.50 times, measured quarterly on a rolling four quarter basis.

---

## Risk Management

The Company's risk management policies and financial results are presided over by the Company's Audit Committee, which reports to the Board of Directors of the Company (the "Board"). The pharmaceutical industry in which the Company operates is exposed to several risks due to a strict regulatory environment, an enhanced level of quality consciousness, competition from generic drug companies and heightened intellectual property litigation. The Company cannot predict or identify all risk factors nor can it accurately predict the impact, if any, of the risk factors on its business operations or the extent to which a factor, event or any such combination may materially change future results of the Company's financial position from those reported or projected in

any forward-looking statements. Accordingly, the Company cautions the reader not to rely on reported financial information and forward-looking statements to predict actual future results.

This report and the accompanying financial information should be read in conjunction with this statement concerning risks and uncertainties. Some of the risks, uncertainties and events that may affect the Company, its business, operations and results are given in this section. However, the factors and uncertainties are not limited to those stated.

The Company has policies and practices mandated by the Board to manage the Company's risks. Such risks include the following:

---

### 1. Sourcing and Revenue Concentration

Some raw materials used in production are sourced from a single supplier and the Company is exposed to the same business risks that the supplier may experience. In line with other pharmaceutical companies, the Company sells its products primarily through a limited number of wholesalers and retail pharmacy chains.

---

### 2. Foreign Exchange Risk

The Company currently earns revenue in Canadian dollars ("CAD"), U.S. dollars ("USD"), and Euros ("EUR") and incurs costs in Canadian dollars, U.S. dollars, and Euros. Management monitors the U.S. dollar and Euro net liability position on an ongoing basis during the period and adjusts the total net monetary

liability balance accordingly. When it is appropriate to de-risk future foreign exchange transactions, the Company uses Dual Currency Deposits, foreign exchange options, and forward purchase contracts to manage foreign exchange transaction exposure.

---

### 3. Interest Rate Risk

Interest rate risk is the risk that the future cash flow of a financial instrument will fluctuate because of changes in interest rates. Some of the Company's cash and cash equivalents as at the date of the Company's Consolidated Statements of Financial Position are invested in redeemable guaranteed investment certificates (each, a "GIC"), which earn interest at fixed rates during their tenure. The Company's short-term and long-term investments consist of non-redeemable GICs which also earn interest at fixed rates during their tenure.

The Company manages its interest rate risk by maximizing the interest income earned on excess funds while maintaining the liquidity necessary to conduct operations on a day-to-day basis. Fluctuations in market rates of interest when these GICs are renewed may have an impact on the Company's Finance Income for the period. Changes to the Bank of Canada's Policy Interest Rate will affect market rates of interest and the rate of interest earned on the Company's GICs.

---

### 4. Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash and cash equivalents, short term investments, trade and other receivables, and loans receivable. The carrying amount of financial assets represents maximum credit exposure. As the Company invests in GICs with Canadian Chartered Banks, its credit risk on this account is negligible. The Company's loans receivable (see Note 12 of the Consolidated Financial Statements) are full recourse and secured by a pledge of common shares of the Company purchased by the Borrowers, who are key management personnel. Based on these factors, the Company considers the credit risk associated with these

loans receivable to be low. There are no factors at the end of the period to indicate a significant increase in credit risk has occurred and there are no defaults on the loans receivable.

#### a. Aging of Receivables

The majority of the Company's current customers are corporations with whom the Company has transacted for several years. In assessing the credit risk of its trade accounts receivable, the Company considers historical default rates and payment patterns, the nature of its customer base, and forward-looking information including any anticipated changes to its customer base, credit terms, and pricing.

The Company's gross trade accounts receivable at December 31, 2025 of \$3,921,328 increased by 51% as compared to gross trade accounts receivable of \$2,595,755 at December 31, 2024. 91% of gross trade accounts receivable outstanding at December 31, 2025 were collected subsequent to the reporting period to the date hereof.

The Company has provided for expected credit losses of \$188,152 (December 31, 2024 - \$200,826) related primarily to disputed deductions on trade receivables adjusted for forward looking factors specific to certain Canadian pharmaceutical wholesale customers.

#### b. Concentration of Receivables

As of December 31, 2025, one customer represents 40% of net trade receivables (December 31, 2024 - 49%) while another customer represents 15% of net trade receivables (December 31, 2024 - 9%), a third customer represents 13% of net trade receivables (December 31, 2024 - 18%), and a fourth customer represents 12% of net trade receivables (December 31, 2024 - 14%).

#### c. Loans Receivable

On December 8, 2016, the Board of Directors approved a Management Share Loan Program ("MSLP") under which the Company offered secured loans to certain management personnel employed by the Company (each a "Borrower") up to a maximum of fifty percent of each Borrower's base annual salary for the sole purpose of their purchase of the Company's issued and outstanding common shares at prevailing market prices through the facilities of the TSX Venture Exchange.

All common shares of the Company purchased with the proceeds of a loan are required to be pledged as security for the satisfaction and performance of the loan obligations. If the Borrower ceases to be employed by the Company or a subsidiary of the Company prior

to the end of the original maturity dates or the extended maturity date, as applicable, all outstanding loan obligations shall become due and payable on the thirtieth (30th) day following the date of termination. In addition, in the event of a default by the Borrower of the terms of the loan, the loan obligations will become due and payable immediately.

Subject to the pledge on the common shares in favour of the Company, the Borrower is the sole owner of all common shares purchased on its behalf pursuant to the MSLP. All proceeds from the sale of common shares acquired through the MSLP are expected to be directed to the Company until the loan obligations have been satisfied in full.

Interest receivable of \$5,618 was accrued on the loans for the year ended December 31, 2025 (year ended December 31, 2024 - \$13,288) at prescribed interest rates of 3.00% to 4.00% per annum (year ended December 31, 2024 - 5.00% to 6.00% per annum) and has been included in finance income on the Company's Consolidated Statements of Comprehensive Income.

As the loans are full recourse loans, they have not been accounted for as stock-based compensation, but as financial instruments within the scope of IFRS 9, Financial Instruments.

#### d. Cash and Cash Equivalents and Short-term Investments

Cash, cash equivalents, short-term and long-term investments are maintained with Canadian financial institutions and the wholly owned subsidiaries of these financial institutions. Deposits held with banks may exceed the amount of insurance provided on such deposits. Generally, these deposits may be redeemed upon demand and are maintained with financial institutions of reputable credit and therefore bear minimal credit risk.

---

## 5. Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. Senior management is actively involved in the review and approval of planned expenditures. All contractual maturities of accounts payable and accrued liabilities are due within one year. The Company has no other liabilities.

The Company generates sufficient cash from operating activities to fund its operations and fulfill its obligations as they become due. At December 31, 2025, the Company had credit facilities available with

Royal Bank of Canada including a revolving demand credit facility of \$1,750,000 which it had not drawn down as of December 31, 2025, a foreign exchange facility, and credit card facilities totalling \$30,000.

The revolving demand credit facility bore interest at a variable rate of Royal Bank prime plus 0.75% and was secured with a General Security Agreement constituting a first ranking security interest of the Bank in the Company's property. The Company was subject to maintaining certain financial covenants if the demand credit facility had been drawn upon.

---

## 6. Information Technology (IT)

The integrity, reliability, and security of information in all forms are critical to the Company's operations and inaccurate, incomplete or unavailable information could lead to incorrect financial reporting, poor decisions, privacy breaches, and/ or inappropriate disclosure of sensitive information.

The Company is reliant on the integrity of its IT systems, hardware, software, third party IT service providers, and certain other IT infrastructure in maintaining business continuity and in securing proprietary and sensitive information as well as certain of its financial assets. The Company has implemented comprehensive

IT security policies and controls in order to safeguard its assets and sensitive information and to maintain business continuity in the event of potential disruptions. The integrity of the Company's IT systems is exposed to the inherent risk of malicious and unauthorized breaches by outside parties acting unlawfully. The frequency and sophistication of attempted cyberattacks by malicious actors continues to grow. While extensive, the Company's IT security policies and controls cannot guarantee that such unauthorized breaches, whether targeted or opportunistic in nature, will not occur in the future. Such a breach could result in loss

of financial assets through fraud, loss of sensitive information or intellectual property, reputational loss, or disruption of operations and business continuity.

The Company monitors its exposure to IT security risks on a continual basis and modifies its IT security policies, practices, infrastructure and insurance coverage as needed to address the assessed level of such risk.

---

## 7. Competition

The pharmaceutical industry is characterized by intense competition and the Company is faced with the risk of enhanced competitive activity which may impact operational results.

---

## 8. Climatic Conditions

The Legacy Business is dependent on agricultural production which, in turn, is impacted by climatic variations which may affect demand for its products.

---

## 9. General Economic Conditions

The Company has no control over changes in inflation, input prices, trade barriers and tariffs imposed by foreign and domestic governments, the availability of raw materials and labour, interest rates, foreign currency exchange rates and controls or other economic factors affecting its businesses, including uncertainty surrounding the economic impact of disease epidemics and

pandemics and the risk of supply chain interruptions related thereto, geopolitical risks, armed conflicts, economic sanctions or the possibility of political unrest, legal or regulatory changes in jurisdictions in which the Company or its customers operate. These factors could negatively affect the Company's future results of operations.

---

## 10. Innovation

The competitiveness of the Company's products is subject to continuous innovation within the pharmaceutical industry. The Company tries to maintain the relevance of its products to the market but is exposed to new improved innovations that can undermine the competitiveness of its products.

---

## 11. Width of Product Portfolio

While the Company continuously strives to increase the portfolio of products in its commercialization pipeline, the high cost of acquiring new products and the long lead-time for bringing these products to market creates a dependency on a limited range of products at this time.

---

## 12. Capital Risk

Significant capital investment is required in the sourcing, development, and launch of new products to the market as a result of the high cost of product development as well as the high level of competition and regulation in the pharmaceutical industry. Competitive, regulatory, and market risks result in a high degree of

new product failures in the specialty pharmaceutical industry. Given the substantial resources and investment required in launching new products, there is uncertainty that the returns on such investment will meet Company expectations as well as a risk of financial loss for unsuccessful product launches.

---

## 13. Agreements Relating to the Development and Distribution of Products Internationally

The Company currently has several collaboration or distribution agreements relating to the marketing and distribution of FeraMAX® and Tibelia® products in international markets. The Company relies on these agreements because it does not wish to market its products directly in these markets. The Company intends to secure additional agreements relating to the marketing and distribution of FeraMAX® and any other product for which it may receive commercial rights outside of Canada.

The Company may be unable to enter into in-licensing agreements for the development of new products and out-licensing agreements for the distribution of its existing products. The Company also faces and will continue to face, significant competition in seeking appropriate collaborators and marketing and distribution partners. Moreover, collaboration and distribution arrangements are complex and time-consuming to negotiate, document and implement.

Reliance on these agreements exposes the Company to a number of risks, including the following:

- Collaborators and marketing and distribution partners may not devote sufficient resources to the Company's products or product candidates;
- Disputes may arise with respect to payments that the Company believes are due under such distribution and collaboration agreements;
- Unwillingness on the part of collaborators and marketing and distribution partners to provide updates regarding the progress of its development, commercialization or marketing activities, or to permit public disclosure of these activities;
- Collaborators and marketing and distribution partners may terminate the relationship; disputes may arise in the future with respect to the ownership of rights to technology developed with collaborators;
- Disagreements with collaborators and marketing and distribution partners could result in litigation or arbitration;
- Collaborators may elect to pursue the development of any additional product candidates and pursue technologies or products either on their own or in collaboration with other parties, including competitors;
- Collaborators and marketing and distribution partners may pursue higher priority programs or change the focus of their programs, which could affect the collaborators' and marketing and distribution partners' commitment to their respective territories;
- Collaborators and marketing and distribution partners may develop or distribute products that compete with the Company's products; and
- The Company's pharmaceutical products are distributed to international markets where political and economic risks and uncertainties may exist. These risks and uncertainties could adversely affect the distribution of the Company's products to such markets.

The occurrence of any of these or other events may impair commercialization of the Company's products.

---

## 14. Regulatory Risks

With respect to BioSyent's Legacy Business, regulatory and legislative requirements affect the development, manufacture and distribution of BioSyent's products, including the testing and planting of seeds containing its biotechnology traits and the import of crops grown from those seeds. Non-compliance can harm sales and profitability. The failure to receive necessary permits or approvals could have near and long-term effects on BioSyent's ability to produce and sell some current and future products.

With respect to BioSyent's Pharmaceutical Business, the sale of pharmaceutical products is highly regulated, which significantly increases the difficulty and costs involved in obtaining and maintaining regulatory approval for marketing new and existing products.

Various business interruption risks inherent to the pharmaceutical industry, like product recalls, adverse drug reactions, quality issues and issues relating to good manufacturing practices may impact the financial results if they transgress regulatory boundaries.

The regulatory approval process can be long and may involve significant delays despite the Company's best efforts. There is also a risk that the Company's products may be withdrawn from the market and the required approvals suspended as a result of non-compliance with regulatory requirements. The extent of such regulation is increased for products designated by Health Canada as Controlled Substances, such as the Tibella<sup>®</sup> women's health product. As a result, the Company's costs of regulatory compliance and risks associated with non-compliance are higher for such Controlled Substances than for other non-controlled pharmaceutical products which it markets and sells.

Furthermore, there can be no assurance that the regulators will not require modification to any submissions, which may result in delays or failure to obtain regulatory approvals. Any delay or failure to obtain regulatory approvals could adversely affect the ability of the Company to utilize its technology, thereby adversely affecting operations. Further, there can be no assurance that the Company's products will prove to be safe and effective in clinical trials or receive the requisite regulatory approval.

---

## 15. Specific Risks

The Company has insurance policies in place against risks relating to general commercial liability, product liability, product recall, loss of Company assets, IT security, and business interruption. The Company reviews its insurance coverage on a regular basis as part of its risk management program and adjusts this coverage as appropriate, based its current risk profile and operations. The Company is exposed to the potential risk that claims made on the Company or losses incurred may be in excess of the level of insurance coverage undertaken by the Company.

## Disclosure of Outstanding Share Data

The authorized share capital of the Company consists of 100,000,000 common shares without par value and 25,000,000 preferred shares without par value. The holders of the preferred shares as a class shall not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Company.

As at March 19, 2026, the following common shares, stock options, and Restricted Share Units were outstanding:

	No. of Shares	Exercise Price Range
Issued common shares	11,709,639	
Treasury shares: RSU Plan in Trust	(212,192)	
Outstanding common shares	11,497,447	
Stock options outstanding	104,955	\$6.20 - \$ 9.94
RSUs outstanding	228,976	
Fully Diluted at March 19, 2026	11,831,378	

### Normal Course Issuer Bid

On December 15, 2025, the Company announced that the TSX Venture Exchange had accepted its Notice of Intention to Make a NCIB for a further 12-month period ending on December 18, 2026 during which the Company would be permitted to purchase up to 800,000 of its own common shares for cancellation. Nil common shares have been repurchased and cancelled by the Company under this NCIB between December 15, 2025 and the date hereof.

### Restricted Share Unit Plan

On March 4, 2020, the Board of Directors adopted a Restricted Share Unit ("RSU") Plan which was approved by shareholders on May 27, 2020 and which was subsequently approved by the TSX

Venture Exchange. The RSU Plan was established as a vehicle by which equity-based incentives may be granted to eligible employees, consultants, directors and officers of the Company to recognize and reward their contributions to the long-term success of the Company including aligning their interests more closely with the interests of the Company's shareholders. The RSU Plan is a fixed plan which reserves for issuance a maximum of 800,000 common shares of the Company.

As of the date hereof, 212,192 of the Company's own common shares were held in trust pursuant to its RSU Plan for future settlement of vested RSUs granted to employees, senior management, and directors of the Company. As of the date hereof, there are 228,976 unvested RSUs outstanding.

## Commitments

### Office Leases

The Company's office lease agreement commenced on September 1, 2019 and extends to August 31, 2029.

The Company's undiscounted minimum future rental payments and estimated occupancy costs (including certain operating costs and realty taxes) for the next four fiscal years under this lease agreement as of the date hereof are approximately as follows:

Fiscal Year	Annual Rent and Occupancy Costs
2026	\$ 291,475
2027	\$ 388,633
2028	\$ 388,633
2029	\$ 259,089
Total	\$ 1,327,830

### Purchase Commitments

In the normal course of business, the Company has minimum purchase commitments with certain of its suppliers.

## Disclosure Controls

The Company constantly endeavours to allow for greater segregation of duties and operating level controls within the constraints of its operating infrastructure. While intending to strengthen both these aspects of internal control, the Company believes that strong management supervisory controls minimize the possibility of erroneous financial reporting.

The certifying officers of the Company have opted not to certify the design and evaluation of the Company's disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"). Inherent limitations on the ability of the certifying officers to design and implement (on a cost-effective basis) DC&P and ICFR for the Company may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

## Investor Relations Activities

Investor relations functions were accomplished through personnel whose duties include dissemination of news releases, investor communications and general day-to-day operations of the Company. Mr. René Goehrum, President and CEO, Mr. Robert March, Vice

President and CFO, and Mr. Joost van der Mark, Vice President, Corporate Development, assist in the implementation of the Company's investor relations program.

## Related Party Transactions

### Key Management Personnel Compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or its subsidiaries, directly or indirectly.

The table below summarizes compensation for key management personnel of the Company for the years ended December 31, 2025 and December 31, 2024:

	Years ended December 31,	
	2025	2024
Number of Key Management Personnel	5	5*
Salary, Benefits, and Bonus	\$1,909,920	\$1,570,065
Share-Based Payments	\$377,459	\$323,136

\*Includes one member of key management personnel who joined in June 2024; FY 2024 compensation figures reflect part-year compensation only

During the year ended December 31, 2024, the Company recorded share-based payment expense of \$377,459 (year ended December 31, 2024 - \$323,136) related to the amortization of RSUs granted to key management under the Company's RSU Plan, the vesting of options granted prior to 2020 under the Company's SOP, as well as the Company's contributions to the ESPP for the purchase of common shares on behalf of participating key management personnel.

As at December 31, 2025, there were loans receivable under the MSLP from key management personnel of \$128,801 (December 31, 2024 - \$207,923). MSLP loan repayments of \$84,162 were received from key management personnel during the year ended December 31, 2025 (year ended December 31, 2024 - \$59,316). Interest accrued on these MSLP loans during the year ended December 31, 2025 totalled \$5,045 (year ended December 31, 2024 - \$11,971).

### Transactions with Directors

During the year ended December 31, 2025, the Company paid cash fees to its directors in the amount of \$151,464 (year ended December 31, 2024 - \$127,128) and recorded share-based payments expense for accounting purposes of \$87,864 (year ended December 31, 2024 - \$85,440) related to the amortization of RSUs under the Company's RSU Plan.

## Legal Proceedings

From time to time the Company may be exposed to claims and legal actions in the normal course of business. As of the date hereof, the Company was not aware of any litigation or threatened claims either outstanding or pending.

**BioSyent Inc.**

# **Audited Consolidated Financial Statements**

**For the years ended December 31, 2025 and 2024**

**March 19, 2026**

**Expressed in Canadian Dollars**



## Management's Responsibility For Financial Reporting

### To the Shareholders of BioSyent Inc.:

Management is responsible for the preparation and presentation of the accompanying consolidated financial statements for BioSyent Inc. (the "**Company**"), including significant accounting judgments and estimates in accordance with IFRS<sup>®</sup> Accounting Standards ("IFRS"), as issued by the International Accounting Standards Board. This responsibility includes selecting appropriate accounting principles and methods, and making decisions affecting the measurement of transactions in which objective judgment is required. The consolidated financial statements for the years ended December 31, 2025 and 2024 are compliant with IFRS as issued by the International Accounting Standards Board.

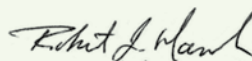
In discharging its responsibilities for the integrity and fairness of the consolidated financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded and financial records are properly maintained to provide reliable information for the preparation of consolidated financial statements.

The Board of Directors and the Audit Committee are composed primarily of Directors who are neither management nor employees of the Company. The Board is responsible for overseeing

management in the performance of its financial reporting responsibilities. The Board fulfils these responsibilities by reviewing the financial information prepared by management and discussing relevant matters with management and external auditors. The Board and Audit Committee are also responsible for recommending the appointment of the Company's external auditors. The Board of Directors has approved the information contained in the accompanying consolidated financial statements.

MNP LLP, an independent firm of Chartered Professional Accountants, is appointed by the shareholders to audit the consolidated financial statements and report directly to them; their report follows. The external auditors have full and free access, and meet periodically and separately with the Board, Audit Committee and management to discuss their audit findings.

Robert March



Vice-President and Chief Financial Officer, BioSyent Inc.

March 19, 2026

## Independent Auditor's Report



To the Shareholders of BioSyent Inc.:

### Opinion

We have audited the consolidated financial statements of BioSyent Inc. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at December 31, 2025 and December 31, 2024, and the consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2025 and December 31, 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board.

### Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements

that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit

of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Revenue Recognition

#### Key Audit Matter Description

As described in Note 26 to the consolidated financial statements, during the year ended December 31, 2025, the Company earned revenues primarily through its Canadian and international pharmaceutical business, accounting for \$40,879,742 of \$43,051,983 in total revenue.

As further described in the Summary of Material Accounting Policies in Note 3 to the consolidated financial statements, revenue from the sale of goods in the Canadian and international pharmaceutical business is recognized at the point when the Company has satisfied its performance obligations in the contract and control is transferred to the customer, generally upon shipment or delivery of the goods to the customers. Promised consideration from customers can vary due to product returns, discounts, volume rebates, refunds, credits, price concessions, incentives or similar items. The Company offers discount programs and

sales promotional incentives, including retail coupons, co-pay discount cards and rebates for the purchase of certain products. These arrangements results in variable consideration and the Company must estimate expected levels of incentives that are typically settled in a period after the sale is recorded. Revenue is recorded net of these amounts.

We considered revenue recognition to be a key audit matter due to the volume of transactions and significant judgment required by management in determining the estimated sales promotional incentives, in turn requiring significant auditor attention.

#### Audit Response

We responded to this matter by performing procedures in relation to occurrence, accuracy and cut off of the revenue recognized. Our audit work in relation to this included, but was not restricted to, the following:

- Performed detailed transaction testing for all revenue samples selected by agreeing the revenue recognized to supporting invoices, proof of shipment and/or delivery, and proof of payment.
- Selected a sample of customers and sent confirmations to the customers to confirm the amount of revenue recognized during the year.
- Tested revenue recorded near year-end to assess whether revenue was recognized in the appropriate accounting period.
- Obtained management's calculations for the variable consideration affecting revenue and evaluated the assumptions used by reference to internal and

external sources including historical information. We also compared historical estimates to actual outcomes to evaluate the reliability of management's estimation process.

- Developed independent point estimates of the coupon, co-pay, and rebate accruals which were applied to revenues for the year and compared the independent point estimates to management's.
- Evaluated revenue recognition for the international pharmaceutical sales by reviewing distributor agreements and assessing when control of goods transferred to the customer.

### Other Information

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis
- The information, other than the consolidated financial statements and our auditor's report thereon, in the Annual Report.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

The Annual Report is expected to be made available to us after the date of the auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



## Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such

disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Company as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Jonathan Mac Neil.

Toronto, Ontario  
March 19, 2026

  
Chartered Professional  
Licensed Public Accountants



**BioSyent Inc.**  
**Consolidated Statements of Financial Position**

(Expressed in Canadian Dollars)

AS AT	December 31, 2025	December 31, 2024
<b>ASSETS</b>		
Cash and cash equivalents (Note 6)	\$ 21,794,686	\$ 12,113,376
Short term investments (Note 7)	6,857,137	3,827,595
Trade and other receivables (Note 8)	4,456,562	2,906,829
Inventory (Note 9)	6,416,204	5,328,086
Prepaid expenses and deposits	187,977	201,971
Derivative asset (Note 10)	-	5,790
Loans receivable - current (Note 12)	80,395	87,433
<b>CURRENT ASSETS</b>	<b>39,792,961</b>	<b>24,471,080</b>
Long term investments (Note 11)	3,293,957	10,103,571
Loans receivable - non current (Note 12)	61,799	141,140
Deferred tax asset (Note 25)	510,932	401,166
Property and equipment (Note 13)	982,737	1,200,992
Intangible assets (Note 14)	4,797,073	5,041,501
<b>TOTAL NON CURRENT ASSETS</b>	<b>9,646,498</b>	<b>16,888,370</b>
<b>TOTAL ASSETS</b>	<b>\$ 49,439,459</b>	<b>\$ 41,359,450</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
Accounts payable and accrued liabilities	\$ 6,147,907	\$ 3,998,938
Income tax payable (Note 25)	405,458	396,343
Contract liability (Note 15)	106,287	155,166
Derivative liability (Note 10)	23,608	-
Lease liability - current (Note 16)	214,360	196,627
Customer advances	317,988	658,032
<b>CURRENT LIABILITIES</b>	<b>7,215,608</b>	<b>5,405,106</b>
Deferred tax liability (Note 25)	131,601	110,055
Lease liability - non current (Note 16)	626,744	841,104
<b>TOTAL NON CURRENT LIABILITIES</b>	<b>758,345</b>	<b>951,159</b>
Share capital (Note 17)	5,245,760	5,306,450
Contributed surplus (Note 17)	2,163,428	2,139,278
Cumulative translation adjustment	(184,667)	(171,554)
Retained earnings	34,240,985	27,729,011
<b>TOTAL EQUITY</b>	<b>41,465,506</b>	<b>35,003,185</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>\$ 49,439,459</b>	<b>\$ 41,359,450</b>

Contingencies (Note 20)  
 Commitments (Note 21)  
 Related party transactions (Note 22)  
 Subsequent events (Note 27)

APPROVED ON BEHALF OF THE BOARD



René Goehrum  
 DIRECTOR  
 March 19, 2026



Joseph Arcuri  
 DIRECTOR  
 March 19, 2026

The accompanying notes are an integral part of these consolidated financial statements.

**BioSyent Inc.**  
**Consolidated Statements of Comprehensive Income**  
(Expressed in Canadian Dollars)

	For the year ended December 31,	
	2025	2024
Net revenues from contracts with customers <i>(Note 26)</i>	\$ 43,051,983	\$ 35,030,897
Cost of goods sold <i>(Notes 9, 18)</i>	10,088,955	7,174,824
Gross profit	32,963,028	27,856,073
Selling, general and administration expenses <i>(Note 18)</i>	21,206,143	18,854,328
Business development costs <i>(Note 18)</i>	563,974	248,681
Operating profit	11,192,911	8,753,064
Finance costs <i>(Notes 16, 18)</i>	49,353	59,152
Finance income <i>(Note 18)</i>	(886,454)	(1,088,586)
<b>NET INCOME BEFORE TAXES</b>	12,030,012	9,782,498
Current income tax <i>(Note 25)</i>	3,106,000	2,641,637
Deferred tax recovery <i>(Note 25)</i>	(88,220)	(129,243)
<b>NET INCOME AFTER TAXES</b>	9,012,232	7,270,104
<b>OTHER COMPREHENSIVE INCOME</b>		
Currency translation gains (losses)	(13,113)	5,901
<b>TOTAL COMPREHENSIVE INCOME</b>	\$ 8,999,119	\$ 7,276,005
Basic weighted average number of shares outstanding <i>(Note 19)</i>	11,261,595	11,586,767
Basic earnings per share <i>(Note 19)</i>	\$ 0.800	\$ 0.627
Diluted weighted average number of shares outstanding <i>(Note 19)</i>	11,506,606	11,807,876
Diluted earnings per share <i>(Note 19)</i>	\$ 0.783	\$ 0.616

The accompanying notes are an integral part of these consolidated financial statements.

**BioSyent Inc.**  
**Consolidated Statements of Cash Flows**

(Expressed in Canadian Dollars)

	For the year ended December 31,	
	2025	2024
<b>OPERATING ACTIVITIES</b>		
Net income after taxes	\$ 9,012,232	\$ 7,270,104
<b>Items not affecting cash:</b>		
Depreciation - property and equipment (Notes 13, 18)	272,299	281,220
Amortization - intangible assets (Notes 14, 18)	580,192	308,728
Share-based payments (Note 17)	624,613	553,521
Change in derivative asset / liability (Note 10)	29,397	(33,075)
Net finance income (Note 18)	(759,747)	(1,029,434)
MSLP loan interest accrued (Note 12)	(5,618)	(13,288)
Deferred tax recovery (Note 25)	(88,220)	(129,243)
Expected credit losses (Notes 10, 18)	98,707	136,491
Intangible asset impairments (Note 14)	-	430,016
Inventory adjustments (Note 9)	151,976	-
<b>Net change in non-cash working capital items:</b>		
Trade and other receivables	(1,449,746)	395,318
Inventory	(1,240,094)	566,409
Prepaid expenses and deposits	13,994	41,489
Accounts payable and accrued liabilities	2,148,969	(1,078,738)
Contract liability	(48,879)	20,705
Customer advances	(340,044)	658,032
Income tax payable (Note 25)	9,115	285,229
<b>Cash provided by operating activities</b>	<b>9,009,146</b>	<b>8,663,484</b>
<b>INVESTING ACTIVITIES</b>		
Additions to property and equipment (Note 13)	(54,044)	(42,282)
Net additions to intangible assets (Note 14)	(335,764)	(4,627,369)
(Increase) decrease in short term investments (Note 7)	(3,029,542)	14,374,882
Decrease (increase) in long term investments (Note 11)	6,809,614	(7,603,571)
Interest received	610,408	1,127,044
MSLP loan repayments received (Note 12)	91,996	59,316
<b>Cash provided by investing activities</b>	<b>4,092,668</b>	<b>3,288,020</b>
<b>FINANCING ACTIVITIES</b>		
Payments - lease liability principal (Note 16)	(196,627)	(183,314)
Payments - lease liability interest (Note 16)	(49,353)	(59,152)
Repurchase of common shares - NCIB (Note 17)	(215,000)	(5,176,660)
Purchase of RSU Plan Shares - held in Trust (Note 17)	(453,780)	(265,617)
Payments for employee withholding taxes - RSU settlements (Note 17)	(339,585)	(314,517)
Net dividends paid (Note 17)	(2,252,222)	(2,079,691)
Proceeds from stock options exercised (Note 17)	99,176	250,388
<b>Cash used in financing activities</b>	<b>(3,407,391)</b>	<b>(7,828,563)</b>
<b>Effect of foreign currency translation adjustment</b>	<b>(13,113)</b>	<b>5,901</b>
<b>INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>9,681,310</b>	<b>4,128,842</b>
Cash and cash equivalents, beginning of year	12,113,376	7,984,534
<b>CASH AND CASH EQUIVALENTS - END OF YEAR</b>	<b>\$ 21,794,686</b>	<b>\$ 12,113,376</b>
<b>SUPPLEMENTARY DISCLOSURE:</b>		
<b>NET CHANGE IN CASH AND INVESTMENTS</b>		
Cash, short term and long term investments, beginning of year	\$ 26,044,542	\$ 28,687,011
Increase (decrease) in short term investments	3,029,542	(14,374,882)
(Decrease) Increase in long term investments	(6,809,614)	7,603,571
Increase in cash and cash equivalents	9,681,310	4,128,842
<b>CASH AND INVESTMENTS - END OF YEAR</b>	<b>\$ 31,945,780</b>	<b>\$ 26,044,542</b>
<b>CASH PAID FOR TAXES</b>	<b>\$ (3,096,885)</b>	<b>\$ (2,356,408)</b>

The accompanying notes are an integral part of these consolidated financial statements.

**BioSyent Inc.**
**Consolidated Statements of Changes in Shareholders' Equity**

(Expressed in Canadian Dollars)

	Share Capital	Contributed Surplus	Cumulative Currency Translation Adjustment	Retained Earnings	Total Shareholders' Equity
Balance as of January 1, 2025	\$ 5,306,450	\$ 2,139,278	\$ (171,554)	\$ 27,729,011	\$ 35,003,185
Comprehensive Income for the period	-	-	(13,113)	9,012,232	8,999,119
Common shares repurchased under Normal Course Issuer Bid (Note 17)	(9,263)	-	-	(205,737)	(215,000)
Common shares repurchased and held in RSU Plan Trust (Note 17)	(453,780)	-	-	-	(453,780)
Effect of Share-based payments: RSU expense (Note 17)	-	624,613	-	-	624,613
Effect of Share-based payments: Net Release of shares from RSU Plan Trust upon RSU vesting (Note 17)	207,306	(546,891)	-	-	(339,585)
Effect of Share-based payments: Options exercised (Note 17)	195,047	(95,871)	-	-	99,176
Dividends paid (Note 17)	-	42,299	-	(2,294,521)	(2,252,222)
<b>Balance as of December 31, 2025</b>	<b>\$ 5,245,760</b>	<b>\$ 2,163,428</b>	<b>\$ (184,667)</b>	<b>\$ 34,240,985</b>	<b>\$ 41,465,506</b>

	Share Capital	Contributed Surplus	Cumulative Currency Translation Adjustment	Retained Earnings	Total Shareholders' Equity
Balance as of January 1, 2024	\$ 5,122,350	\$ 2,286,934	\$ (177,455)	\$ 27,527,927	\$ 34,759,756
Comprehensive Income for the period	-	-	5,901	7,270,104	7,276,005
Common shares repurchased under Normal Course Issuer Bid (Note 17)	(224,092)	-	-	(4,952,568)	(5,176,660)
Common shares repurchased and held in RSU Plan Trust (Note 17)	(265,617)	-	-	-	(265,617)
Effect of Share-based payments: RSU Expense (Note 17)	-	553,521	-	-	553,521
Effect of Share-based payments: Net Release of shares from RSU Plan Trust upon RSU vesting (Note 17)	183,959	(498,476)	-	-	(314,517)
Effect of Share-based payments: Options exercised (Note 17)	489,850	(239,462)	-	-	250,388
Dividends paid (Note 17)	-	36,761	-	(2,116,452)	(2,079,691)
<b>Balance as of December 31, 2024</b>	<b>\$ 5,306,450</b>	<b>\$ 2,139,278</b>	<b>\$ (171,554)</b>	<b>\$ 27,729,011</b>	<b>\$ 35,003,185</b>

The accompanying notes are an integral part of these consolidated financial statements.

**BioSyent Inc.**  
**Notes to the Audited Consolidated Financial Statements**  
**For the years ended December 31, 2025 and 2024**

(Expressed in Canadian Dollars)

## 1. General Information

BioSyent Inc. (“**BioSyent**” or the “**Company**”), is a publicly traded specialty pharmaceutical company which, through its wholly-owned subsidiaries, BioSyent Pharma Inc. (“**BioSyent Pharma**”) and BioSyent Pharma International Inc., acquires or licences and further develops pharmaceutical and other healthcare products for sale in Canada and certain international markets. Hedley Technologies Ltd., a wholly-owned subsidiary of BioSyent, operates the Company’s legacy business marketing biologically and health friendly non-chemical insecticides. BioSyent’s common shares (the “**Common Shares**”) are listed for trading on the TSX Venture Exchange under the symbol “RX”.

The accompanying consolidated financial statements (the “**Financial Statements**”) of BioSyent include the accounts of BioSyent Inc. and its four wholly-owned subsidiaries: BioSyent Pharma Inc., BioSyent Pharma International Inc., Hedley Technologies Ltd., and Hedley Technologies (USA) Inc. (“**Hedley USA**”).

The Company changed its name from “Hedley Technologies Inc.” to “BioSyent Inc.” on June 13, 2006 to reflect the Company’s forward focus on the pharmaceutical market. BioSyent Pharma was incorporated on April 6, 2006 under the Canada Business Corporations Act and commenced operations in 2006. Hedley Technologies Ltd. was incorporated on January 30, 1996 in the province of British Columbia, Canada. Hedley USA was incorporated on May 13, 1994 in the state of Washington, USA. BioSyent Pharma International Inc. was incorporated on April 18, 2016 in Barbados. BioSyent Pharma Europe B.V. was incorporated in the Netherlands on February 24, 2025.

BioSyent’s principal place of business is located at 2476 Argentia Road, Suite 402, Mississauga, Ontario, Canada L5N 6M1.

These Financial Statements were approved by the Board of Directors on March 19, 2026.

## 2. Basis of Presentation

The principal accounting policies adopted in the preparation of these Financial Statements on a historical cost basis, with the exception of those financial assets and liabilities at fair value through profit or loss (“**FVTPL**”), are set out below. The policies have been consistently applied to all the years presented.

### Statement of Compliance

These consolidated financial statements for the years ended December 31, 2025 and 2024 have been prepared and are in compliance with IFRS® Accounting Standards as issued by the International Accounting Standards Board.

### Basis of Consolidation

All inter-company transactions have been eliminated in these Financial Statements.

### Functional and Presentation Currency

The presentation currency of these Financial Statements is the Canadian dollar (“**CAD**”). The functional currency of the Company and two of its subsidiaries, BioSyent Pharma and Hedley Technologies Ltd., is the Canadian dollar. The functional currency of Hedley USA and BioSyent Pharma International Inc. is the U.S. dollar (“**USD**”). The functional currency of BioSyent Pharma Europe B.V. is the European Euro (“**EUR**”).

All financial information has been rounded to the nearest dollar except where otherwise indicated.

## 3. Summary of Material Accounting Policies

### Financial Instruments

All financial assets and financial liabilities, in respect of financial instruments, are recognized on the Company’s statements of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are incremental and are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly

attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Company has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

The classification of financial instruments dictates how these assets and liabilities are measured subsequently in the Company's consolidated financial statements.

#### Financial Instruments Measured at Fair Value Through Profit or Loss (FVTPL)

Financial instruments are classified as FVTPL when they are held for trading. A financial instrument is held for trading if it was acquired for the purpose of sale in the near term. Derivative financial instruments that are not designated and effective as hedging instruments are classified as FVTPL. Financial instruments classified as FVTPL are stated at fair value with any changes in fair value recognized in earnings for the year. Financial assets in this category include certain short-term investments and derivatives. The Company may enter into derivative financial instruments to manage exposure to foreign exchange fluctuations and to improve the returns on its cash assets. These instruments are non-hedge derivative instruments.

#### Financial Assets Measured at Amortized Cost

Financial assets measured at amortized cost are financial assets whereby the business model objective is to collect contractual cash flows and the cash flows represent SPPI (Solely Payments of Principal and Interest). Such assets are initially recognized at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these financial assets are measured at amortized cost using the effective interest method, less any impairment losses. Financial assets in this category include cash and cash equivalents, short-term and long-term investments, trade receivables, other receivables (which includes interest receivable), and loans receivable.

Loans receivable consist of full recourse loans issued to employees, as described in Note 12. As the loans are full recourse, they are not recorded as share-based payments, but instead as loans, which fall within the scope of IFRS 9 *Financial Instruments*.

#### Impairment of Financial Assets

The Company assesses at each statement of financial position date whether there is objective evidence that a financial asset or group of financial assets is impaired.

The Company recognizes expected credit losses ("ECLs") for trade receivables based on the simplified approach under IFRS 9. The simplified approach to the recognition of expected losses does not require the Company to track the changes in credit risk; rather, the Company recognizes a loss allowance based on lifetime expected credit losses at each reporting date from the date of the trade receivable.

Evidence of impairment may include disputed payment deductions by customers, indications that a debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganization and where observable data indicates that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults. Trade receivables are reviewed qualitatively on a case-by-case basis to determine whether they need to be written off.

The Company recognizes loss allowances for ECLs on its financial assets measured at amortized cost, including loans receivable. ECLs for trade receivables are a probability-weighted estimate of credit losses. The Company applies a three-stage approach to measure ECLs. The Company measures an ECL:

- at an amount equal to 12 months of expected losses for performing loans receivable if the credit risk at the reporting date has not increased significantly since initial recognition (Stage 1);
- at an amount equal to lifetime expected losses on loans receivable that have experienced a significant increase in credit risk since origination (Stage 2); and
- at an amount equal to lifetime expected losses which are credit impaired (Stage 3).

The Company considers a significant increase in credit risk to have occurred if contractual payments are more than 30 days past due and considers the loans receivable to be in default if they are 90 days past due. A significant increase in credit risk or default may have also occurred if there are other qualitative factors (including forward looking information) to consider; such as borrower specific information (i.e. change in credit assessment). Such factors include consideration relating to whether the counterparty is experiencing significant financial difficulty, there is a breach of contract, concessions are granted to the counterparty that would not normally be granted, or it is probable the counterparty will enter into bankruptcy or a financial reorganization.

At December 31, 2025 and 2024, loans receivable are a Stage 1 financial asset.

#### Financial Liabilities Measured at Amortized Cost

Financial liabilities measured at amortized cost are recognized initially at fair value net of any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortized cost using the effective interest method. Other financial liabilities are de-recognized when the obligations are discharged, cancelled or expired. Financial liabilities in this category include accounts payable and accrued liabilities.

#### Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value, by reference to the reliability of the inputs used to estimate the fair values.

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's forward foreign exchange contract derivatives are measured at fair value through profit or loss using Level 2 inputs. There were no transfers between Levels 1 or 2 during the year.

## Revenue Recognition

In accordance with IFRS 15 *Revenue*, The Company applies the following 5-step revenue recognition model based on the principle that an entity should recognize revenue as performance obligations are satisfied based on the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled:

- Step 1: Identify the contract(s) with a customer;
- Step 2: Identify the performance obligations in the contract;
- Step 3: Determine the transaction price;
- Step 4: Allocate the transaction price to the performance obligations in the contract; and
- Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation.

Revenue from the sale of goods is recognized at the point when the Company has satisfied its performance obligations in the contract and control is transferred to the customer, generally upon shipment or delivery of the goods to the customer. Revenue is recognized at an amount that reflects the consideration to which the Company ultimately expects to be entitled in exchange for those goods. In the Company's Canadian and International Pharmaceutical Businesses, promised consideration from a wholesaler customer can vary due to product returns, discounts, volume rebates, refunds, credits, price concessions, certain mark-ups, incentives, or similar items. Revenue is recorded net of these amounts. Where the consideration promised in a contract with a customer includes a variable amount, the Company estimates the amount of consideration to which it ultimately expects to be entitled in exchange for transferring the promised goods or services to the customer and the amount of revenue recognized is adjusted accordingly.

The Company may also offer other discount programs, including retail coupons and copy discount cards for the purchase of certain of its products by end-consumers. The Company estimates the amount of such discounts based on historical experience and the specific terms of each program. Revenue is recorded net of these amounts. The estimated amounts of such discounts are recorded as these retail coupons and copy discount cards are distributed.

The Company recognizes a contract liability based on its estimate of the amount of consideration it expects to refund to its customers. This contract liability is updated at the end of each reporting period for any changes in circumstances.

## Property and Equipment

Property and equipment are recorded at historical cost less accumulated depreciation. The cost of property and equipment is its purchase price, together with any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company records depreciation of property and equipment at the following rates and methods based on the assets' estimated useful economic lives:

Furniture and fixtures	20%	declining balance method
Equipment	20%	declining balance method
Computer equipment	30%	declining balance method
Computer software	30%	declining balance method
Lease right-of-use asset		Straight-line over 10-year term of lease
Leasehold improvements		Straight-line over 10-year term of lease

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within the Statements of Comprehensive Income.

## Cash and Cash Equivalents, Short-term and Long-term Investments

Cash and cash equivalents include cash held at financial institutions and highly liquid deposits with the ability to be converted into cash within 90 days or less of their acquisition date.

Short term investments are comprised of deposits with Chartered Canadian banks with original maturities of more than 90 days whereas long-term investments have maturities that will be realized 12 months after the date of the reporting period. These investments are held in Canadian dollars or in foreign currencies and are interest bearing.

## Inventory

Inventory is measured on a first-in, first-out basis at the lower of cost and net realizable value. When inventories are sold, the carrying amount of those inventories is recognized as an expense in the period in which the related revenue is recognized. A provision for obsolescence is determined based on historical experience and product expiration dates.

## Intangible Assets

Intangible assets with definite useful lives consist of:

- new product dossier and filing costs, which represent professional, consulting, and regulatory fees incurred in obtaining regulatory approvals of products for marketing and manufacturing purposes;
- product licenses and rights, which represent contractual milestone payments and professional fees incurred in acquiring product licenses and distribution rights;
- new product development, which represents expenditure on materials and services in the development of new products;
- trademarks and patents, which represent legal and application fees incurred in registering trademarks and patents in various jurisdictions;
- trade certifications, which represent legal and registration fees incurred in obtaining international trade certifications of products; and
- future milestone payments associated with the acquisition of intangible assets are capitalized to the cost of the intangible asset when it is determined that the milestones have a high likelihood of being attained.

Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Amortization commences when the intangible asset is available for use. The amortization period and the amortization method for an intangible asset with a definite useful life are reviewed at least annually at the end of each financial reporting year. Intangible assets with definite useful lives are amortized on a straight-line basis over their estimated useful lives (see *Note 14*). New product dossier and filing costs are amortized over the estimated economic lives of the underlying products commencing upon their availability for use. Product licenses and rights are amortized over the expected useful life. New product development costs are amortized over the estimated economic useful life of the product commencing upon its availability for use. Trademarks and patents are amortized over the period covered by the registration period, ranging between 10 and 15 years, unless the economic life is shorter.

### Development Costs

Research costs are expensed as incurred. Development costs are also expensed unless the Company can demonstrate the following:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- its intention to complete the intangible asset and use or sell it;
- its ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of resources to complete the development of the asset; and
- the ability to measure reliably the expenditure during development.

### Impairment of Non-Financial Assets

Equipment and intangible assets are reviewed for impairment at the end of each annual reporting period for events or circumstances that indicate that the carrying value of an asset may not be recoverable. In such cases where an indicator of impairment exists, the recoverable amount of the asset is estimated to determine whether there is an impairment loss. The recoverable amount of an asset is first tested on an individual basis.

Impairment exists when the carrying value of an asset or cash generating unit (“CGU”) exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available market data less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. These calculations require the use of estimates and forecasts of future cash flows. Qualitative factors, including market presence and trends, strength of customer relationships, strength of local management, strength of debt and capital markets, and degree of variability in cash flows, as well as other factors, are considered when making assumptions with regard to future cash flows and the appropriate discount rate. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used

for extrapolation purposes. A change in any of the significant assumptions or estimates used to evaluate non-financial assets could result in a material change to the results of operations.

### Foreign Currency Translation

Items included in the financial records of each consolidated entity are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities not denominated in the functional currency of an entity are recognized in net income.

Assets and liabilities of entities with functional currencies other than Canadian dollars are translated at the year-end rates of exchange, and the results of their operations are translated at average rates of exchange for the year. The resulting translation adjustments are included in cumulative translation adjustment in shareholders’ equity. Additionally, foreign exchange gains and losses related to certain intercompany loans that are net investments in a foreign operation are included in cumulative translation adjustment account, as part of other comprehensive income.

### Taxation

Tax expense comprises current and deferred tax. Tax is recognized in the Consolidated Statements of Comprehensive Income except to the extent it relates to items recognized in other comprehensive income or directly in equity.

#### Current Tax:

Current tax expense is based on the results for the year as adjusted for items that are not taxable or not deductible. Current tax is calculated using tax rates and laws that are enacted or substantively enacted at the end of the year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Provisions are established where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### Deferred Tax:

Deferred tax assets and liabilities are recognized for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

Deferred tax assets and liabilities are recognized where the carrying amount of an asset or liability differs from its tax base, except for taxable temporary differences arising on the initial recognition of goodwill and temporary differences arising from investments in subsidiaries that are not expected to reverse in the foreseeable future.

Recognition of deferred tax assets for unused tax losses, tax credits and deductible temporary differences is restricted to those instances where it is probable that future taxable profit will be available against

which the deferred tax asset can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

### Share-Based Payments

The Company has equity-settled share-based payment plans, including a Restricted Share Unit (“RSU”) Plan, an Incentive Stock Option Plan, and an Employee Share Purchase Plan (“ESPP”) which are described in *Note 17*. The Company accounts for share-based payments under these plans in accordance with IFRS 2, *Share-based payment*.

#### RSU Plan

For RSUs granted to employees and directors, the Company recognizes an expense over the vesting period of the RSUs equal to the fair value at the grant date based on the closing market price of the Company’s common shares on the TSX Venture Exchange and an estimate of the number of RSUs expected to vest.

The Company classifies outstanding RSUs as equity instruments in accordance with IAS 32, *Financial instruments: presentation*. Over the vesting period of RSUs, as the Company recognizes an expense, it also recognizes a corresponding increase in contributed surplus for the fair value of such RSUs.

RSUs are settled with the issuance to RSU holders of common shares of the Company, either newly issued or purchased by the Company in the open market. Common shares purchased in the open market by the Company for future RSU settlements are held in an RSU Trust until the time of settlement when they are released to RSU holders. These common shares held in the RSU Trust are classified as equity and accounted for as Treasury Shares in accordance with IAS 32 and are measured at the price paid in the open market. Upon settlement of the RSUs and the release of the common shares to RSU holders, these common shares are reclassified to share capital.

#### Incentive Stock Option Plan

Compensation costs attributable to all stock options granted to employees and directors are measured at fair value, using the Black-Scholes option pricing model, at the grant date and expensed over the vesting period with a corresponding increase to contributed surplus. For options with graded vesting, the fair value of each tranche is recognized over its respective vesting period.

Any consideration paid by employees upon the exercise of any stock options increases share capital. The Company does not repurchase stock options from option holders.

Options granted to non-employees are measured at the fair value of the goods and services received or to be received.

#### ESPP

Any Company matching of employee contributions to the ESPP is accounted for as an expense at the time of the cash contribution.

### Repurchase of Shares under Normal Course Issuer Bid (“NCIB”)

Repurchases by the Company of its own common shares under a NCIB are accounted for in accordance with IAS 32, *Financial Instruments: Presentation*. Upon reacquiring shares under a NCIB, the Company deducts from equity the purchase price of these shares and any costs to acquire such shares. Any such shares held by the Company are considered treasury shares until they are cancelled.

### Earnings per Share

Basic earnings per share is computed by dividing the net income after taxes by the weighted average number of common shares outstanding during the year. Diluted earnings per share information is calculated assuming the deemed exercise of all in-the-money stock options and that all deemed proceeds to the Company are used to repurchase the Company’s stock at the average market price during the year. No adjustment to diluted earnings per share is made if the result of this calculation is anti-dilutive.

### Leases

The Company accounts for its leases in accordance with IFRS 16, *Leases*. All contracts that meet the definition of a lease are recorded in the statement of financial position with a “right of use” asset and a corresponding liability. The asset is accounted for as property, plant and equipment and is depreciated on a straight-line basis over the term of the lease contract. The liability is unwound using the interest rate inherent in the lease. The Company has recognized a right-of-use asset and a lease liability in respect of its lease for head office space (see *Notes 13 and 16*). The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases of 12 months or less and for leases of low-value assets.

## 4. Accounting Pronouncements Issued but not yet Effective

### IFRS 18, Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued *IFRS 18, Presentation and Disclosure in Financial Statements*. *IFRS 18* replaces *IAS 1 Presentation of Financial Statements* and introduces new presentation requirements within the statement of income or loss, including specified totals and subtotals, disclosure of management-defined performance measures, which may include EBITDA (“Earnings Before Interest, Taxes, Depreciation and Amortization”) and aggregation and disaggregation of financial information based on identified roles of the primary financial statements and the notes. This new standard is effective for reporting periods beginning on or after January 1, 2027

and is to be applied retrospectively. Earlier application is permitted. The Company is currently assessing the potential impact of adopting this standard.

### The Effects of Changes in Foreign Exchange Rates (Amendments to IAS 21)

The IASB has issued amendments that clarify how companies should translate financial statements from a non-hyperinflationary currency into a hyperinflationary one. These narrow-scope amendments aim to improve the usefulness of the resulting information in a cost-effective manner.

The amendments to IAS 21 *The Effects of Changes in Foreign Exchange Rates* are effective for annual periods beginning on or after 1 January 2027. Earlier application is permitted. The Company does not expect the impact to be material to the Company's current or future reporting periods.

## 5. Use of Estimates and Accounting Judgments by Management

The preparation of these Financial Statements requires management to make critical judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. On an ongoing basis, management evaluates its judgments, estimates and assumptions using historical experience and various other factors it believes to be reasonable under the given circumstances. In the future, actual experience may differ from these estimates and assumptions.

### Judgments

#### a. Recoverability of asset carrying values

The Company assesses its equipment and intangible assets for impairment if there are events or changes in circumstances that indicate that carrying values may not be recoverable at each statement of financial position date. Such indicators include changes in the Company's business plans, changes in the market and evidence of physical damage.

Determination as to whether and how much an asset is impaired involves management's judgment on highly uncertain matters such as future selling and purchasing prices, the effects of inflation on operating expenses, discount rates, and economics of different pharmaceutical or medical products.

#### b. Impairment of trade and other receivables

The Company performs ongoing credit evaluations of its customers and grants credit based on a review of historical collection experience, current aging status, financial condition of the customer, and anticipated industry conditions. Customer payments are regularly monitored and ECLs are established in accordance with IFRS 9.

#### c. Income taxes

The Company is subject to income tax assessment in multiple jurisdictions. Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken in the ordinary course of business for which the ultimate tax determination is uncertain.

The Company recognizes liabilities based on the Company's current understanding of tax laws as applied to the Company's circumstances. Where the final outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax provisions in the period in which such determination is made.

The Company computes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense only become final upon filing and acceptance of the tax return by the relevant authorities, which occur subsequent to the issuance of these Financial Statements. Additionally, estimating

income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the ability to use the underlying future tax deductions against future taxable income before such deductions expire. The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, earnings would be affected in a subsequent period.

#### d. Acquisitions

The Company assesses whether an acquisition is an asset acquisition or a business combination. The Company accounts for an acquisition as a business combination if the assets acquired and liabilities assumed constitute a business and the Company obtains control of the business. When the cost of a business combination exceeds the fair value of the identifiable assets acquired or liabilities assumed, such excess is recognized as goodwill. Transaction related costs are expensed as incurred.

If an acquisition does not meet the definition of a business combination, the Company accounts for the acquisition as an asset acquisition.

### Estimates

The most significant estimates made by management include the following:

#### a. Depreciation

Depreciation of the Company's equipment involves estimates of future useful lives and residual values. These estimates may change as more experience is obtained or as general market conditions change, thereby impacting the value of the Company's equipment.

#### b. Amortization of intangible assets

The amortization of the Company's intangible assets involves estimates of their useful lives. Such estimates may change as more experience is obtained or as general market conditions change, thereby impacting the value of the Company's intangible assets.

#### c. Share-based payments

Grants of RSUs and stock options are measured at their fair value on the grant date.

Management estimates the fair value of RSUs by reference to the closing price of the Company's common shares on the TSX Venture Exchange at the grant date. Management uses the Black-Scholes option pricing model to estimate the fair value of stock options determined at the grant date for options granted to employees and directors. Significant assumptions affecting the valuation of options include the term allowed for option exercise, a volatility factor relating to the Company's historical share price, dividend yield, forfeiture rate and risk-free interest rate.

The estimated forfeiture rate also affects the valuation of RSUs.

#### d. Inventory

Management has estimated the value of inventory based upon its assessment of the net realizable value. All slow-moving merchandise has been provided for by management. In making this estimate, management considers the product life of inventory. Product expiry dates are important in the determination of the net realizable value of inventory. Management ensures that systems are in place to identify and properly value inventory that may be approaching its expiry date.

#### e. Determination of transaction price

As a result of the existence of elements of variable consideration in the Company's contracts with customers arising from returns, discounts, rebates, retail coupons, copay discount cards, and other price incentives, the Company is required to estimate the amount of variable consideration from the customer to which it ultimately expects to be entitled and to adjust the transaction price and amount of revenue recognized accordingly.

The Company uses historical customer return data to determine the expected return percentages. These percentages are applied to determine the amount of the variable consideration. Any significant changes in experience as compared to historical return patterns will impact the expected return percentages estimated by the Company.

The Company provides for estimated payments to customers based on various trade programs and sales promotional incentives. These arrangements with purchasing organizations and other payers are dependent upon the submission of claims after the initial recognition of the revenue.

The Company estimates the amount payable to each customer for each trade and incentive program separately using: i) historical redemption patterns; ii) sales lead times; and iii) customer rates for discounts and rebates. Estimates incorporate the usage of internal data and other wholesaler and third-party analyses.

The Company updates its expected returns and sales promotional incentives on a quarterly basis and the contract liability, trade and promotional accruals are adjusted accordingly. To the extent that payments differ from the estimates of the related liabilities, accounts payable and accrued liabilities, contract liability, net income and comprehensive income will be affected in future periods.

## 6. Cash and Cash Equivalents

Cash and cash equivalents consist of the following:

	December 31, 2025	December 31, 2024
Cash on deposit in banks	\$20,285,548	\$9,621,950
Redeemable GICs	1,509,138	2,491,426
Total cash and cash equivalents	\$21,794,686	\$12,113,376

## 7. Short term Investments

Short term investments consist of the following:

	December 31, 2025	December 31, 2024
Non-redeemable GICs	\$6,857,137	\$3,122,595
Dual currency deposits (Note 10)	-	\$705,000
Total short term investments	\$6,857,137	\$3,827,595

## 8. Trade and Other Receivables

Trade and other receivables is comprised of the following:

	December 31, 2025	December 31, 2024
Trade accounts receivable (Note 10)	\$3,733,176	\$2,394,929
Accrued interest receivable on GICs	659,944	477,709
Other receivables	63,442	34,191
Total trade and other receivables	\$4,456,562	\$2,906,829

## 9. Inventory

Inventory is comprised of the following:

	December 31, 2025	December 31, 2024
Raw and packaging materials	\$1,574,113	\$981,253
Finished goods	4,842,091	4,346,833
Total inventory	\$6,416,204	\$5,328,086

For the year ended December 31, 2025, the Company donated inventory with a cost of \$151,976 to a Canadian registered charity. The cost of this donated inventory was included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income for the period.

No inventory donations were recorded for the year ended December 31, 2024.

Cost of Goods Sold consists of the following:

	Year ended December 31,	
	2025	2024
Raw and Packaging Materials and Finished Goods	\$9,840,919	\$6,966,581
Freight	248,036	208,243
Total cost of goods sold	\$10,088,955	\$7,174,824

## 10. Financial Instruments and Financial Risk Management

### Fair Value Measurement

#### Fair Value Estimation of Financial Instruments

The carrying value of the Company's cash and cash equivalents, short term and long term investments, trade and other receivables, loans receivable, and accounts payable and accrued liabilities approximate their fair values. The difference between the carrying value and the fair value of the loans receivable due to interest being charged at the prescribed rate (see *Note 12*) is insignificant for the year.

#### Risks

The Company is exposed to a variety of financial risks by virtue of its activities: market risk (including foreign exchange risk, interest rate risk, and credit risk) and liquidity risk. The overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on financial performance. Risk management is carried out under the policies described below. Management is charged with the responsibility of establishing controls and procedures to ensure that financial risks are mitigated with the approved policies.

#### ➤ Foreign Exchange Options and Forwards:

The Company periodically enters into foreign exchange options with financial institutions with investment grade credit ratings to manage its foreign exchange risk on contracts denominated in U.S. dollars. Such options are classified as derivative financial instruments and measured at fair value through profit and loss. As at December 31, 2025, the Company had entered into options to purchase up to a total of USD 1,840,000 to USD 3,280,000 (December 31, 2024 - USD 2,300,000 to USD 4,100,000) at exchange rates expressed in CAD per USD ranging from 1.3550 to 1.3795 (December 31, 2024 - 1.3298 to 1.3850) which will be settled on various dates between January 2026 and December 2026 (December 31, 2024

- January 2025 and December 2025). The Company's right to buy USD 1,840,000 (December 31, 2024 - USD 2,300,000) on the respective settlement dates is subject to the spot exchange rates on the settlement dates being within a range of 1.3550 to 1.4050 CAD per USD (December 31, 2024 - above 1.3298 CAD per USD). The Company's obligation to buy USD 3,280,000 (December 31, 2024 - USD 4,100,000) on the respective settlement dates is subject to the spot exchange rates on the settlement dates being below a range of 1.3300 to 1.3495 CAD per USD (December 31, 2024 - within a range of 1.3190 to 1.3650 CAD per USD).

At December 31, 2025, the Company had also entered into forward contracts with a right to buy USD 500,000 at rates ranging from 1.3552 to 1.3751 (December 31, 2024 - USD 150,000 at a rate of 1.4227 CAD per USD).

The fair value of foreign exchange options and forwards is estimated based on quoted values from financial institutions. The Company's foreign exchange options and forwards resulted in a derivative liability of \$23,608 as at December 31, 2025 (December 31, 2024 - derivative asset of \$5,790).

The following table illustrates the Company's investment in foreign exchange options and forwards that are measured at fair value through profit and loss:

December 31, 2025	Level 1	Level 2	Level 3
Foreign Exchange Options and Forwards	-	(\$23,608)	-

December 31, 2024	Level 1	Level 2	Level 3
Foreign Exchange Options	-	\$5,790	-

➤ **Dual Currency Deposits:**

The Company also periodically enters into dual currency deposits (“DCD”). A DCD is a CAD or foreign currency denominated transaction that provides an enhanced guaranteed interest payment at maturity. The original denominated currency is converted to another specified currency at a specified exchange rate depending

on whether the spot rate on the maturity date is above or below a specified fixed exchange rate. The fair value of DCDs is estimated based on quoted values from financial institutions.

The following table illustrates the Company's investment in DCDs measured at fair value through profit and loss:

December 31, 2025	Level 1	Level 2	Level 3
DCDs	-	-	-

December 31, 2024	Level 1	Level 2	Level 3
DCDs	-	\$705,000	-

At December 31, 2025, the Company had no DCDs.

At December 31, 2024, the Company had the following USD denominated DCD that was convertible into CAD:

Type of Financial Instrument	Spot Rate on Transaction Date	Principal (USD)	Net Fair Value (CAD)	Guaranteed Interest Rate	Maturity Date	Fixed Maturity Conversion Rate
DCD	1.3761	\$500,000	\$705,000	5.00%	January 15, 2025	1.4100

The fair value of dual currency deposits is estimated based on quoted values from financial institutions.

net monetary liability balance accordingly. When it is appropriate to de-risk future foreign exchange transactions, the Company uses foreign exchange options, forward contracts, and DCDs to manage foreign exchange transaction exposure.

➤ **Foreign Exchange Risk:**

The Company currently earns revenue in Canadian dollars, U.S. dollars and Euros and incurs costs in Canadian dollars, U.S. dollars and Euros. Management monitors the foreign currency net liability position on an ongoing basis during the year and adjusts the total

The following tables present foreign exchange sensitivity analyses for the assets and liabilities of the Company denominated in foreign currencies:

**Foreign Exchange Sensitivity Analysis - USD**

Description of Asset/(Liability)	December 31, 2025	December 31, 2024
	USD	USD
Cash and cash equivalents	1,801,101	986,072
Short term investments	-	500,000
Accounts receivable	46,535	3,319
Less: Accounts payable	(1,021,666)	(387,463)
Net Total	825,970	1,101,928
Foreign Exchange Rate CAD per USD at the end of the year	1.3706	1.4389

At December 31, 2025, if the U.S. dollar had been stronger or weaker by 10% against the Canadian dollar with all other variables held constant, comprehensive income would have been \$83,207 higher or lower on an after-tax basis, respectively (December 31, 2024 - \$116,539 higher or lower, respectively).

## Foreign Exchange Sensitivity Analysis - EUR

Description of Asset/(Liability)	December 31, 2025	December 31, 2024
	EUR	EUR
Cash and cash equivalents	529,224	1,677,342
Accounts receivable	397,681	-
Less: Accounts payable	(346,795)	(225,917)
Less: Customer advances	(116,171)	(396,900)
<b>Net Total</b>	<b>463,939</b>	<b>1,054,525</b>

Foreign Exchange Rate CAD per EUR at the end of the year

1.6089

1.4928

At December 31, 2025, if the Euro had been stronger or weaker by 10% against the Canadian dollar with all other variables held constant, comprehensive income would have been \$54,863 higher or lower on an after-tax basis, respectively (December 31, 2024 - \$115,703 higher or lower, respectively).

### ➤ Interest Rate Risk:

Cash flow interest rate risk is the risk that the future cash flow of a financial instrument will fluctuate because of changes in interest rates. Some of the Company's cash and cash equivalents as at the date of the Company's Consolidated Statements of Financial Position are invested in redeemable guaranteed investment certificates (each, a "GIC"), which earn interest at fixed rates during their tenure. The Company's short-term and long-term investments consist of non-redeemable GICs which also earn interest at fixed rates during their tenure. These GICs have original maturities of 9 to 36 months.

The Company manages its interest rate risk by maximizing the interest income earned on excess funds while maintaining the liquidity necessary to conduct operations on a day-to-day basis. Fluctuations in market rates of interest when these GICs are renewed may have an impact on the Company's finance income for the year. The Company actively manages the tenor of its GIC investments in order to maximize interest income over the short-term and long-term while maintaining the liquidity necessary to meet its operating, investing, and financing needs.

Aged Trade Accounts Receivable	December 31, 2025	December 31, 2024
Current	\$ 3,017,915	\$ 1,686,276
Past due 1-30 days	521,142	733,714
Past due 31-60 days	144,382	38,943
Past due over 60 days	237,889	136,822
Expected credit loss	(188,152)	(200,826)
<b>Closing Balance (Note 8)</b>	<b>\$ 3,733,176</b>	<b>\$ 2,394,929</b>

Maximum Credit Risk

3,921,328

2,595,755

As of December 31, 2025, one customer represents 40% of net trade receivables (December 31, 2024 - 49%) while another customer represents 15% of net trade receivables (December 31, 2024 - 9%), a third customer represents 13% of net trade receivables (December 31, 2024 - 18%), and a fourth customer represents 12% of net trade receivables (December 31, 2024 - 14%).

### ➤ Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's cash and cash equivalents, short term and long term investments, trade and other receivables, and loans receivable. The carrying amount of financial assets represents maximum credit exposure. As the Company invests in GICs with Canadian Chartered Banks, its credit risk on this account is negligible. The Company's loans receivable (see Note 12) are full recourse and secured by a pledge of common shares of the Company purchased by the Borrowers, who are key management personnel. Based on these factors, the Company considers the credit risk associated with these loans receivable to be low. There are no factors at the end of the year to indicate a significant increase in credit risk has occurred and there are no defaults on the loans receivable.

The majority of the Company's current customers are corporations with whom the Company has transacted for several years. In assessing the credit risk of its trade accounts receivable, the Company considers historical default rates and payment patterns, the nature of its customer base, and forward-looking information including any anticipated changes to its customer base, credit terms, and pricing.

The Company has provided for expected credit losses of \$188,152 (December 31, 2024 - \$200,826) related primarily to disputed deductions on trade receivables adjusted for forward looking factors specific to certain Canadian pharmaceutical wholesale customers.

Cash, cash equivalents, short-term investments and long-term investments are maintained with Canadian financial institutions and the wholly owned subsidiaries of these financial institutions. Deposits held with banks may exceed the amount of insurance provided on such deposits. Generally, these deposits may be redeemed upon demand, subject to certain conditions, and are maintained with Canadian financial institutions of reputable credit and therefore bear minimal credit risk.

➤ **Liquidity Risk:**

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. Senior management is actively involved in the review and approval of planned expenditures. All

contractual maturities of accounts payable and accrued liabilities are due within one year. The Company has no other financial liabilities where the carrying value does not approximate fair value.

The Company generates sufficient cash from operating activities to fund its operations and fulfill its obligations as they become due. At December 31, 2025, the Company had credit facilities available with Royal Bank of Canada including a revolving demand credit facility of \$1,750,000 which it had not drawn down as of December 31, 2025, a foreign exchange facility, and credit card facilities totalling \$30,000.

There were no changes to the Company's exposure to liquidity risk, credit risk, or interest rate risk or to its approach to managing these risks during the year ended December 31, 2025.

## 11. Long term Investments

	December 31, 2025	December 31, 2024
Non-redeemable GICs	\$3,293,957	\$10,103,571
<b>Total long term investments</b>	<b>\$3,293,957</b>	<b>\$10,103,571</b>

## 12. Loans Receivable

On December 8, 2016, the Board of Directors approved a Management Share Loan Program ("MSLP") under which the Company offered secured loans to certain management personnel employed by the Company (each a "Borrower") up to a maximum

of fifty percent of each Borrower's base annual salary for the sole purpose of their purchase of the Company's issued and outstanding common shares at prevailing market prices through the facilities of the TSX Venture Exchange.

	Loans Receivable (\$)
Balance, December 31, 2023	274,601
Repayments	(59,316)
Accrued Interest	13,288
<b>Balance, December 31, 2024</b>	<b>228,573</b>
Repayments	(91,997)
Accrued Interest	5,618
<b>Balance, December 31, 2025</b>	<b>142,194</b>
<b>Current portion, December 31, 2025</b>	<b>80,395</b>
<b>Long-term portion, December 31, 2025</b>	<b>61,799</b>
Current portion, December 31, 2024	87,433
Long-term portion, December 31, 2024	141,140

All common shares of the Company purchased with the proceeds of a loan are required to be pledged as security for the satisfaction and performance of the loan obligations. If the Borrower ceases to be employed by the Company or a subsidiary of the Company prior to the end of the original maturity dates or the extended maturity date, as applicable, all outstanding loan obligations shall become due and payable on the thirtieth (30th) day following the date of

termination. In addition, in the event of a default by the Borrower of the terms of the loan, the loan obligations will become due and payable immediately.

Subject to the pledge on the common shares in favour of the Company, the Borrower is the sole owner of all common shares purchased on its behalf pursuant to the MSLP. All proceeds from the

sale of common shares acquired through the MSLP are expected to be directed to the Company until the loan obligations have been satisfied in full.

Interest receivable of \$5,618 was accrued on the loans for the year ended December 31, 2025 (year ended December 31, 2024 - \$13,288) at prescribed interest rates of 3.00% to 4.00% per annum

(year ended December 31, 2024 - 5.00% to 6.00% per annum) and has been included in finance income on the Company's Consolidated Statements of Comprehensive Income.

As the loans are full recourse loans, they have not been accounted for as stock-based compensation, but as financial instruments within the scope of IFRS 9, Financial Instruments.

### 13. Property and Equipment

	Furniture and Fixtures	Equipment	Computer Equipment	Computer Software	Right-of-Use Asset (see Note 16)	Leasehold Improvements	Total
<b>COST:</b>							
December 31, 2023	\$ 254,939	\$ 266,367	\$ 392,575	\$ 398,757	\$ 1,330,455	\$ 680,511	\$ 3,323,604
2024 Additions	13,364	-	19,293	9,625	-	-	42,282
December 31, 2024	\$ 268,303	\$ 266,367	\$ 411,868	\$ 408,382	\$ 1,330,455	\$ 680,511	\$ 3,365,886
2025 Additions	6,720	9,650	23,299	14,375	-	-	54,044
<b>December 31, 2025</b>	<b>\$ 275,023</b>	<b>\$ 276,017</b>	<b>\$ 435,167</b>	<b>\$ 422,757</b>	<b>\$ 1,330,455</b>	<b>\$ 680,511</b>	<b>\$ 3,419,930</b>
<b>ACCUMULATED DEPRECIATION:</b>							
December 31, 2023	\$ (186,320)	\$ (169,233)	\$ (299,819)	\$ (357,208)	\$ (576,532)	\$ (294,562)	\$ (1,883,674)
Changes in 2024	(14,422)	(21,071)	(30,721)	(13,909)	(133,046)	(68,051)	(281,220)
December 31, 2024	\$ (200,742)	\$ (190,304)	\$ (330,540)	\$ (371,117)	\$ (709,578)	\$ (362,613)	\$ (2,164,894)
Changes in 2025	(12,643)	(17,328)	(27,894)	(13,336)	(133,046)	(68,052)	(272,299)
<b>December 31, 2025</b>	<b>\$ (213,385)</b>	<b>\$ (207,632)</b>	<b>\$ (358,434)</b>	<b>\$ (384,453)</b>	<b>\$ (842,624)</b>	<b>\$ (430,665)</b>	<b>\$ (2,437,193)</b>
<b>CARRYING AMOUNT</b>							
December 31, 2023	\$ 68,619	\$ 97,134	\$ 92,756	\$ 41,549	\$ 753,923	\$ 385,949	\$ 1,439,930
December 31, 2024	\$ 67,561	\$ 76,063	\$ 81,328	\$ 37,265	\$ 620,877	\$ 317,898	\$ 1,200,992
<b>December 31, 2025</b>	<b>\$ 61,638</b>	<b>\$ 68,385</b>	<b>\$ 76,733</b>	<b>\$ 38,304</b>	<b>\$ 487,831</b>	<b>\$ 249,846</b>	<b>\$ 982,737</b>

## 14. Intangible Assets

	New Product Dossier and Filing Costs	Product Licenses and Rights	New Product Development	Trademarks and Patents	Total
<b>COST:</b>					
December 31, 2023	\$ 1,979,925	\$ 1,017,212	\$ 204,470	\$ 114,711	\$ 3,316,318
2024 Additions	4,451	4,617,665	141,475	-	4,763,591
2024 Disposals	(136,222)	-	-	-	(136,222)
December 31, 2024	\$ 1,848,154	\$ 5,634,877	\$ 345,945	\$ 114,711	\$ 7,943,687
2025 Additions	250,469	81,655	3,640	-	335,764
<b>December 31, 2025</b>	<b>\$ 2,098,623</b>	<b>\$ 5,716,532</b>	<b>\$ 349,585</b>	<b>\$ 114,711</b>	<b>\$ 8,279,451</b>
<b>ACCUMULATED AMORTIZATION:</b>					
December 31, 2023	\$ (479,254)	\$ (431,427)	\$ (31,257)	\$ (46,797)	\$ (988,735)
Changes in 2024	(129,317)	(149,932)	(25,353)	(4,126)	(308,728)
December 31, 2024	\$ (608,571)	\$ (581,359)	\$ (56,610)	\$ (50,923)	\$ (1,297,463)
Changes in 2025	(117,622)	(438,408)	(5,764)	(18,398)	(580,192)
<b>December 31, 2025</b>	<b>\$ (726,193)</b>	<b>\$ (1,019,767)</b>	<b>\$ (62,374)</b>	<b>\$ (69,321)</b>	<b>\$ (1,877,655)</b>
<b>ACCUMULATED IMPAIRMENT LOSSES:</b>					
December 31, 2023	\$ (713,341)	\$ (461,366)	\$ -	\$ -	\$ (1,174,707)
Changes in 2024	(152,773)	(178,691)	(86,455)	(12,097)	(430,016)
December 31, 2024	\$ (866,114)	\$ (640,057)	\$ (86,455)	\$ (12,097)	\$ (1,604,723)
Changes in 2025	-	-	-	-	-
<b>December 31, 2025</b>	<b>\$ (866,114)</b>	<b>\$ (640,057)</b>	<b>\$ (86,455)</b>	<b>\$ (12,097)</b>	<b>\$ (1,604,723)</b>
<b>CARRYING AMOUNT</b>					
December 31, 2023	\$ 787,330	\$ 124,419	\$ 173,213	\$ 67,914	\$ 1,152,876
December 31, 2024	\$ 373,469	\$ 4,413,461	\$ 202,880	\$ 51,691	\$ 5,041,501
<b>December 31, 2025</b>	<b>\$ 506,316</b>	<b>\$ 4,056,708</b>	<b>\$ 200,756</b>	<b>\$ 33,293</b>	<b>\$ 4,797,073</b>

### New Product Dossier and Filing Costs

#### Endocrinology Product® – Regulatory Filing Costs

On June 12, 2024, the Company announced that it had entered into a Distribution Agreement with a European partner to acquire an exclusive license to register, market, sell and distribute a new endocrinology product in Canada. For the year ended December 31, 2025, additions of \$250,469 (year ended December 31, 2024 – \$nil) were recognized in respect of this product related to regulatory filing costs. This product has not yet been approved by Health Canada. Amortization of these filing costs will commence upon the commercial launch of the product in Canada.

#### Tibella®

In 2016, the Company entered into a License and Supply Agreement with a European partner to acquire the exclusive Canadian rights to use the product registration documentation of a women's health pharmaceutical product and a license to sell, market and distribute this product in Canada under the brand name Tibella®. The Company has marketed this product in Canada since 2020. To date, the Company has incurred \$781,864 in regulatory and development costs related to this product (December 31, 2024 – \$781,864). Such costs are included in intangible assets as New Product Dossier and Filing Costs and are being amortized on a straight-line basis over the 8-year estimated useful life of the product. On September 20, 2024, the Company acquired the global rights to tibolone, including its license for the Canadian rights to the product.

### **Combogesic®**

In 2019, the Company entered into a License and Exclusive Supply Agreement with a New Zealand partner to acquire a license to market, sell and distribute a portfolio of pain management products in Canada under the brand name Combogesic®. The Company has marketed one of these products in Canada since 2020. In September 2025, the Company entered into a Transition Agreement to return the Canadian rights to the Combogesic® product to the licensor. The Company ceased to market and distribute the Combogesic® product as of January 2026. While no impairment losses were recognized for the year ended December 31, 2025, for the year ended December 31, 2024, the Company recognized an impairment loss of \$152,773, representing the excess of the carrying amount of these intangible assets over their estimated recoverable amount of \$nil.

No intangible assets were disposed of during the year ended December 31, 2025. For the year ended December 31, 2024, certain new product dossier and filing costs, totalling \$136,222, became recoverable upon the disposal of the underlying product rights by the Company.

For the year ended December 31, 2025, \$117,622 of amortization expense on New Product Dossier and Filing Costs (year ended December 31, 2024 - \$129,317) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (see Note 18).

### **Product Licenses and Rights**

#### **Tibelia® / Tibella® (tibolone) – Global Rights**

On September 20, 2024, the Company entered into an Asset Purchase Agreement to acquire the global product distribution rights to Tibelia® / Tibella® (tibolone), a hormone replacement therapy drug for the treatment of the symptoms of menopause in women, from the trustees of Mithra Pharmaceuticals SA and Novalon SA. The total cost of these rights was \$4,384,077, including cash purchase consideration of \$4,213,123 plus professional fees of \$426,999 less the settlement of certain prior licensing costs of \$256,045. These assets are being amortized on a straight-line basis over their estimated 10-year economic life.

#### **Endocrinology Product® – Canadian License**

The Company paid an initial license fee of EUR 50,000 (CAD 73,295) upon signing the Distribution Agreement for this product, accrued EUR 50,000 (CAD 81,655) upon the regulatory submission of the product for Canada, and is committed to a payment of EUR 100,000 (CAD 160,890) upon the grant of the Marketing Authorization of the product in Canada. This product has not yet been approved by Health Canada. Amortization of these license fees will commence upon the commercial launch of the product in Canada. For the year ended December 31, 2025, additions of \$81,655 (year ended December 31, 2024 - \$73,295) were recognized in respect of this product license.

### **Gelclair® – Canadian License**

In 2022, the Company entered into a Distribution Agreement with a European partner to acquire an exclusive license to use certain trademarks and to distribute an oncology supportive care product in Canada. The Company paid an initial license fee of EUR 70,000 (CAD 94,192) upon signing the Distribution Agreement and an additional license fee of EUR 55,000 (CAD 80,625) in June 2024 subsequent to the launch of the Gelclair® product in Canada. This license had a carrying value of \$nil as of December 31, 2025 (December 31, 2024 - \$nil).

### **Inofolic® – Canadian License**

In 2020, the Company entered into an exclusive License and Supply Agreement to acquire the exclusive rights to distribute a women's health product, Inofolic®, in Canada and a license of certain trademarks and technology related thereto. The Company has marketed this product in Canada since 2023. The \$30,000 cost of these rights and license is included in intangible assets as product licenses and rights and were being amortized on a straight-line basis over the initial license term to December 31, 2030.

No impairment losses were recognized on product licenses and rights intangible assets for the year ended December 31, 2025. For the year ended December 31, 2024, the Company recognized an impairment loss of \$178,691 related to certain product licenses and rights, representing the excess of the carrying amount of these assets over their estimated recoverable amount of \$nil.

For the year ended December 31, 2025, \$438,408 of amortization expense on Product Licenses and Rights (year ended December 31, 2024 - \$149,932) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (see Note 18).

### **New Product Development**

As of December 31, 2025, the Company had incurred cumulative new product development costs consisting of labour, laboratory and professional fees totalling \$349,585 (December 31, 2024 - \$345,945) relating to the development of new products, three of which have been launched commercially and are currently being marketed. The Company has commenced amortization of new product development costs upon the completion of development work on these launched products.

No impairment losses were recognized on these intangible assets for the year ended December 31, 2025. During the year ended December 31, 2024, the Company recognized an impairment loss of \$86,455 related to certain new product development costs, representing the excess of the carrying amount of these costs over their estimated recoverable amount of \$nil.

For the year ended December 31, 2025, \$5,764 of amortization expense on New Product Development costs (year ended December 31, 2024 - \$25,353) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (see Note 18).

## Trademarks and Patents

As of December 31, 2025, the Company has incurred cumulative trademark and patent application and filing costs of \$114,711 (December 31, 2024 - \$114,711) relating to product registration application costs in various jurisdictions. These assets have finite lives and are being amortized on a straight-line basis over the terms of the respective trademarks and patents (ranging from 10 to 15 years).

No impairment losses were recognized on these intangible assets for year ended December 31, 2025. For the year ended December 31, 2024, the Company recognized an impairment loss of \$12,097

related to certain new product development costs, representing the excess of the carrying amount of these costs over their estimated recoverable amount of \$nil.

For the year ended December 31, 2025, \$18,398 of amortization expense on Trademarks and Patents costs (year ended December 31, 2024 - \$4,126) has been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income in respect of these assets (*see Note 18*).

## 15. Contract Liability

The Company recognizes a contract liability based on its estimate of the amount of consideration it expects to refund to its customers, including consideration payable resulting from coupons and volume rebates. This contract liability is updated at the end of each period for any changes in circumstances.

The table below summarizes changes in the contract liability for years ended December 31, 2025 and 2024:

	Contract Liability (\$)
Balance, December 31, 2023	134,461
Estimated variable consideration	129,573
Settlement of variable consideration	(108,868)
<b>Balance, December 31, 2024</b>	<b>155,166</b>
Estimated variable consideration	208,713
Settlement of variable consideration	(257,592)
<b>Balance, December 31, 2025</b>	<b>106,287</b>

## 16. Lease Liability

The Company leases its head office space in Mississauga, Ontario, Canada. The Company's current office lease commenced on September 1, 2019 and extends to August 31, 2029. The Company has an option to extend this lease beyond the 10-year non-cancellable term for a further term of 5 years. As per IFRS 16 *Leases*, the Company has recognized a right-of-use asset in respect of this office lease based on a 10-year lease term (*see Note 13*).

The Company has also recognized a lease liability for this office lease based on a weighted average incremental borrowing rate of 5.20%. The carrying amount of the Company's lease liability for this office lease is summarized in the table below:

	Lease Liability (\$)
Balance, December 31, 2023	1,221,045
Interest expense	59,152
Payments	(242,466)
<b>Balance, December 31, 2024</b>	<b>1,037,731</b>
Interest expense	49,353
Payments	(245,980)
<b>Balance, December 31, 2025</b>	<b>841,104</b>
<b>Current portion, December 31, 2025</b>	<b>214,360</b>
<b>Long-term portion, December 31, 2025</b>	<b>626,744</b>
Current portion, December 31, 2024	196,627
Long-term portion, December 31, 2024	841,104

The Company's future undiscounted lease payments under this lease agreement are as follows:

Fiscal Year	Lease Payments
2026	\$ 253,008
2027	\$ 253,008
2028	\$ 253,008
2029	\$ 168,672
<b>Total</b>	<b>\$ 927,696</b>

For the year ended December 31, 2025, not included in the lease liability, the Company incurred occupancy costs, net of recoveries, related to its office leases of \$155,537 (year ended December 31, 2024 - \$146,439) which have been included in selling, general and administration expenses in the Company's Consolidated Statements of Comprehensive Income.

## 17. Share Capital

### a. Authorized

The authorized share capital of the Company consists of 100,000,000 common shares without par value and 25,000,000 preferred shares without par value. The holders of the preferred shares as a class shall not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Company.

### b. Issued and outstanding common shares

	Number of Issued Common Shares	Number of Treasury Shares	Number of Outstanding Common Shares	Amount
<b>Balance, December 31, 2023</b>	<b>11,954,409</b>	<b>(213,343)</b>	<b>11,741,066</b>	<b>\$ 5,122,350</b>
Cancellation of shares held in Treasury	(6,000)	6,000	-	-
Options exercised (c)	28,107	-	28,107	489,850
Shares repurchased under NCIB for cancellation (d)	(487,300)	(5,000)	(492,300)	(224,092)
Shares repurchased for RSU Plan Trust and held in Treasury (e)	-	(30,800)	(30,800)	(265,617)
Release of shares from RSU Plan Trust upon RSU Vesting (g)	-	35,944	35,944	183,959
<b>Balance, December 31, 2024</b>	<b>11,489,216</b>	<b>(207,199)</b>	<b>11,282,017</b>	<b>\$ 5,306,450</b>
Cancellation of shares held in Treasury	(5,000)	5,000	-	-
Options exercised (c)	10,731	-	10,731	195,047
Shares repurchased under NCIB for cancellation (d)	(19,500)	-	(19,500)	(9,263)
Shares repurchased for RSU Plan Trust and held in Treasury (e)	-	(40,000)	(40,000)	(453,780)
Release of shares from RSU Plan Trust upon RSU Vesting (g)	-	30,007	30,007	207,306
<b>Balance, December 31, 2025</b>	<b>11,475,447</b>	<b>(212,192)</b>	<b>11,263,255</b>	<b>\$ 5,245,760</b>

### c. Options exercised

During the year ended December 31, 2025, 10,731 common shares were issued against options exercised (year ended December 31, 2024 - 28,107 common shares) for total proceeds on exercise of \$99,176 (year ended December 31, 2024 - \$250,388) and \$95,871 in fair value was transferred from contributed surplus to share capital (year ended December 31, 2024 - \$239,462).

### d. Normal Course Issuer Bid (NCIB)

On December 13, 2023, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 650,000 of its own common shares for cancellation over a further 12-month period commencing on December 19, 2023 and ending on December 18, 2024. Purchases of shares by the Company under

the NCIB are made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

During the year ended December 31, 2024, the Company repurchased 492,300 of its common shares for an aggregate price of \$5,076,421 and incurred costs of \$100,239, including a tax on share buybacks introduced in 2024, related to the repurchase of these shares. The Company's retained earnings were reduced by \$4,952,568 upon the repurchase of these shares, representing the excess of the aggregate repurchase price over the reduction in share capital of \$224,092. Of the 492,300 common shares repurchased in 2024, 487,300 were cancelled during the year and 5,000 were held in treasury as of December 31, 2024 and were subsequently cancelled.

On December 16, 2024, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 690,000 of its own common shares for cancellation over a further

12-month period commencing on December 19, 2024 and ending on December 18, 2025. Purchases of shares by the Company under the NCIB are made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

During the year ended December 31, 2025, the Company repurchased and cancelled 19,500 of its common shares for an aggregate price of \$214,805 and incurred costs of \$195 related to the repurchase of these shares. The Company's retained earnings were reduced by \$205,737 upon the repurchase of these shares, representing the excess of the aggregate repurchase price over the reduction in share capital of \$9,263.

On December 15, 2025, the Company announced that the TSX Venture Exchange had accepted its renewal of the NCIB, pursuant to which the Company would be permitted to purchase up to 800,000 of its own common shares for cancellation over a further 12-month period commencing on December 19, 2025 and ending on December 18, 2026. Purchases of shares by the Company under the NCIB are made through the facilities of the TSX Venture Exchange or alternative Canadian trading systems at the market price of the shares at the time of acquisition.

e. RSU Plan Trust

During the year ended December 31, 2025, the Company purchased 40,000 of its common shares (year ended December 31, 2024 – 30,800 common shares) pursuant to its RSU Plan (*see note 17(g)*) for an aggregate purchase price of \$453,780 (year ended December 31, 2024 – aggregate purchase price of \$265,617).

212,192 treasury shares are held in trust as of December 31, 2025 (December 31, 2024 – 207,199 shares) for future settlement of vested RSUs granted to employees, senior management, and directors of the Company.

f. Preferred Shares

There are nil preferred shares outstanding as of December 31, 2025 (December 31, 2024 – nil).

g. Share-Based Payments

**Restricted Share Unit (“RSU”) Plan**

The Board adopted a Restricted Share Unit Plan on March 4, 2020, which was approved by shareholders on May 27, 2020 and subsequently approved by the TSX Venture Exchange. The RSU Plan was established as a vehicle by which equity-based incentives may be granted to eligible employees, consultants, directors and officers of the Company to recognize and reward their contributions to the long-term success of the Company including aligning their interests more closely with the interests of the Company's shareholders. The RSU Plan is a fixed plan which reserves for issuance a maximum of 800,000 common shares of the Company.

The table below summarizes the RSUs granted during the years ended December 31, 2025 and 2024:

Grant Date	Number of RSUs Granted	Grant Price per Unit	Grantees	Vesting Term	Vesting Dates
18-Mar-25	50,210	\$11.25	Management and Employees	3 Years	31-Mar-28
					31-Mar-28
18-Mar-25	6,557	\$11.25	Directors	3 Years	30-Jun-28
					29-Sep-28
					29-Dec-28
<b>2025 Total:</b>	<b>56,767</b>	<b>\$ 638,629</b>			
27-Mar-24	55,976	\$8.70	Management and Employees	3 Years	27-Mar-27
					31-Mar-27
27-Mar-24	10,044	\$8.70	Directors	3 Years	30-Jun-27
					30-Sep-27
					31-Dec-27
26-Aug-24	9,060	\$10.21	Management	3 Years, subject to certain performance conditions	26-Aug-27
<b>2024 Total:</b>	<b>75,080</b>	<b>\$ 666,877</b>			

The table below summarizes the RSUs vested during the years ended December 31, 2025 and 2024:

Vest Date	Number of RSUs Vested	Value transferred from Contributed Surplus to Share Capital	Number of Common Shares released from RSU Trust	Fair Value of Common Shares released from RSU Trust	Number of Common Shares withheld in RSU Trust	Fair Value of Common Shares withheld in RSU Trust	Net Settlement Amount
31-Mar-25	51,441	\$ 467,599	25,716	\$ 286,733	25,725	\$ 286,834	\$ 180,765
30-Jun-25	3,846	\$ 34,960	1,854	\$ 21,877	1,992	\$ 23,505	\$ 11,455
24-Jul-25	985	\$ 8,953	492	\$ 5,628	493	\$ 5,640	\$ 3,313
30-Sep-25	1,942	\$ 17,653	972	\$ 11,217	970	\$ 11,194	\$ 6,459
31-Dec-25	1,950	\$ 17,726	973	\$ 12,386	977	\$ 12,412	\$ 5,314
<b>2025 Totals:</b>	<b>60,164</b>	<b>\$ 546,891</b>	<b>30,007</b>	<b>\$ 337,841</b>	<b>30,157</b>	<b>\$ 339,585</b>	<b>\$ 207,306</b>
02-Jan-24	7,157	\$ 25,837	3,577	\$ 32,014	3,580	\$ 32,041	\$ (6,204)
19-Mar-24	56,031	\$ 409,026	28,013	\$ 238,111	28,018	\$ 238,153	\$ 170,873
01-Apr-24	2,164	\$ 15,797	1,081	\$ 9,394	1,083	\$ 9,411	\$ 6,386
02-Jul-24	2,175	\$ 15,878	1,087	\$ 10,870	1,088	\$ 10,880	\$ 4,998
30-Sep-24	2,183	\$ 15,936	1,091	\$ 11,954	1,092	\$ 11,965	\$ 3,971
31-Dec-24	2,192	\$ 16,002	1,095	\$ 12,045	1,097	\$ 12,067	\$ 3,935
<b>2024 Totals:</b>	<b>71,902</b>	<b>\$ 498,476</b>	<b>35,944</b>	<b>\$ 314,388</b>	<b>35,958</b>	<b>\$ 314,517</b>	<b>\$ 183,959</b>

As at December 31, 2025, there were 207,628 RSUs outstanding (December 31, 2024 – 208,500), as shown below:

	December 31, 2025		December 31, 2024	
	Number of RSUs	Weighted average grant price	Number of RSUs	Weighted average grant price
Outstanding, beginning of period	208,500	\$8.44	203,798	\$7.75
Granted	56,767	\$11.25	75,080	\$8.88
Dividend reinvestment	3,573	\$8.87	3,667	\$8.25
Vested	(60,164)	\$9.04	(71,902)	\$6.93
Forfeited	(1,048)	\$9.66	(2,143)	\$7.89
Outstanding, end of period	207,628	\$9.02	208,500	\$8.44

The weighted-average remaining contractual life of the 207,628 RSUs outstanding at December 31, 2025 is 1.21 years (December 31, 2024 – 1.41 years).

During the year ended December 31, 2025, the Company recorded aggregate share-based payment expense of \$624,613 on the amortization of outstanding RSUs (December 31, 2024 - \$553,521).

### Incentive Stock Option Plan

On March 11, 2014, the Board approved an incentive stock option plan (the “SOP”) which was adopted by the shareholders of the Company on June 13, 2014. The Board approved an amended SOP on March 4, 2020 which was approved by shareholders on May 27, 2020 and re-approved on May 26, 2021, May 17, 2022, May 25, 2023, May 16, 2024, and May 15, 2025. The purpose of the SOP is to assist the Company in attracting, retaining and motivating directors, officers, employees and other persons who provide ongoing services to the Company and its affiliates and to closely align the personal interests of such participants with those of the Company’s shareholders, by providing them with the opportunity to

acquire common shares of the Company, and thereby a proprietary interest in the Company and its subsidiaries, through the exercise of share purchase options.

No options were granted by the Company during the year ended December 31, 2025 or during the year ended December 31, 2024.

During the year ended December 31, 2025, the Company recorded \$nil net share-based payment expense (year ended December 31, 2024 - \$nil) relating to previous option grants to employees, directors, officers and advisors under the SOP, which is included in selling, general and administration expenses in the Consolidated Statements of Comprehensive Income.

As at December 31, 2025, there were 104,955 options outstanding (December 31, 2024 – 124,282), as shown below:

	December 31, 2025		December 31, 2024	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding, beginning of period	124,282	\$8.34	154,947	\$8.44
Granted	-	-	-	-
Exercised	(10,731)	\$9.24	(28,107)	\$8.91
Expired	(8,596)	\$10.97	(2,558)	\$8.24
Outstanding, end of period	104,955	\$8.03	124,282	\$8.34

As of December 31, 2025, 104,955 options have vested and are exercisable by the option holders (December 31, 2024 – 124,282). These exercisable options have a weighted average exercise price of \$8.03 (December 31, 2024 – \$8.34).

The weighted-average remaining contractual life of the 104,955 (December 31, 2024 – 124,282) options outstanding is 1.76 years (December 31, 2024 – 2.52 years) and the range of exercise prices for these options is \$6.20 – \$9.94 (December 31, 2024 – \$6.20 – \$10.97).

10,731 options were exercised during the year ended December 31, 2025 (year ended December 31, 2024 – 28,107 options). The weighted average share price on the date of exercise of options exercised during the year ended December 31, 2025 was \$11.42 (year ended December 31, 2024 – \$11.04).

### Employee Share Purchase Plan

On January 1, 2017, the Company introduced an Employee Share Purchase Plan (“ESPP”). Under the ESPP, eligible BioSyent employees, including certain key management personnel, are

permitted to contribute up to a maximum of 10 per cent of their gross base salary to purchase the Company’s common shares in the open market through the facilities of the TSX Venture Exchange. The contributions are matched by the Company up to a maximum of 2.5 percent of the applicable employee’s gross base salary.

During the year ended December 31, 2025, the Company recorded share-based payment expense of \$111,287 (year ended December 31, 2024 – \$108,137) relating to the Company’s contributions to the ESPP for the purchase of common shares on behalf of participating employees. Such share-based payment expense related to the Company’s ESPP contributions has been included in selling, general and administrative expenses in the Consolidated Statements of Comprehensive Income.

#### h. h) Dividends

During the year ended December 31, 2025, the Company paid cash dividends to common shareholders as follows:

Amount per Common Share	Payment Date	Record Date	Aggregate Amount	Amount held in RSU Plan Trust	Net Amount
\$0.05	March 14, 2025	February 28, 2025	\$573,421	\$10,110	\$563,311
\$0.05	June 13, 2025	May 30, 2025	\$573,556	\$10,824	\$562,732
\$0.05	September 15, 2025	August 29, 2025	\$573,772	\$10,707	\$563,065
\$0.05	December 15, 2025	November 28, 2025	\$573,772	\$10,658	\$563,114
<b>TOTAL:</b>			<b>\$2,294,521</b>	<b>\$42,299</b>	<b>\$2,252,222</b>

During the year ended December 31, 2024, the Company paid cash dividends to common shareholders as follows:

Amount per Common Share	Payment Date	Record Date	Aggregate Amount	Amount held in RSU Plan Trust	Net Amount
\$0.045	March 15, 2024	February 29, 2024	\$533,259	\$9,169	\$524,090
\$0.045	June 15, 2024	May 31, 2024	\$530,520	\$9,247	\$521,273
\$0.045	September 15, 2024	September 4, 2024	\$530,634	\$9,197	\$521,437
\$0.045	December 16, 2024	November 29, 2024	\$522,039	\$9,148	\$512,891
<b>TOTAL:</b>			<b>\$2,116,452</b>	<b>\$36,761</b>	<b>\$2,079,691</b>

## 18. Expenses by Nature

The expenses on the Consolidated Statements of Comprehensive Income have been grouped by function to focus reader attention on the macro movements in cost from period to period while giving the reader an option to see the detail of expenses according to their nature, which are included below:

	Year ended December 31,	
	2025	2024
<b>Cost of goods sold (Note 9)</b>	\$ 10,088,955	\$ 7,174,824
<b>Selling and marketing</b>	\$ 13,525,793	\$ 12,125,260
Advertising, Promotion and Selling Costs	6,379,187	5,986,740
Employee Costs	5,944,310	5,186,142
Logistics, Quality Control & Regulatory	1,075,417	865,066
Share-based Payments (Note 17)	126,879	87,312
<b>General and administration</b>	\$ 7,680,350	\$ 6,729,068
Employee Costs	3,169,713	3,038,795
Corporate Expenses	1,324,698	839,538
Share-based Payments (Note 17)	609,021	574,346
Amortization - Intangible Assets (Note 14)	580,192	308,728
Professional Fees	552,039	479,678
Information Technology	398,237	384,117
Research	341,049	171,373
Depreciation - Property and Equipment (Note 13)	272,299	281,220
Insurance	214,152	203,527
Net Foreign Exchange (Gains) Losses	120,243	(118,761)
Expected Credit Losses (Note 10)	98,707	136,491
Impairments - Intangible Assets (Note 14)	-	430,016
<b>New business development costs</b>	\$ 563,974	\$ 248,681
New business development costs	164,426	248,681
Transaction Costs (Note 27)	399,548	-
<b>Finance costs</b>	\$ 49,353	\$ 59,152
Interest expense - lease liability (Note 16)	49,353	59,152
<b>Finance income</b>	\$ (886,454)	\$ (1,088,586)
Interest Income	(809,100)	(1,088,586)
Realized Foreign Exchange Gains	(77,354)	-

## 19. Earnings per Share

The following table reconciles the numerator and denominator for the calculation of basic and diluted earnings per share:

	Year ended December 31,	
	2025	2024
<b>Numerator</b>		
Net income attributable to common shareholders	\$ 9,012,232	\$ 7,270,104
<b>Denominator</b>		
Basic		
Weighted average number of shares outstanding	11,261,595	11,586,767
Effect of dilutive securities	245,011	221,109
Weighted average number of shares outstanding	11,506,606	11,807,876
<b>Basic earnings per share</b>	<b>\$ 0.800</b>	<b>\$ 0.627</b>
<b>Diluted earnings per share</b>	<b>\$ 0.783</b>	<b>\$ 0.616</b>

## 20. Contingencies

### Litigations

From time to time, the Company may be exposed to claims and legal actions in the normal course of business. As at December 31, 2025, the Company was not aware of any litigation or threatened claims either outstanding or pending.

### Combogesic® License and Exclusive Supply Agreement

Under the terms of the 2019 License and Exclusive Supply Agreement for Combogesic® (see Note 14), the Company is required to make royalty payments to the licensor based on net sales of the pain management products in Canada and contingent on the market share of competing products in Canada over the 15-year term of the agreement. The royalty rates range from 0% to 6.5% on net sales. For the years ended December 31, 2025 and 2024, such fees, which are not material in amount, have been expensed and included in the Company's Consolidated Statements of Comprehensive Income. In

September 2025, the Company entered into a Transition Agreement to return the Canadian rights to the Combogesic® product to the licensor. The Company ceased to market and distribute the Combogesic® product as of January 2026.

### Inofolic® License and Supply Agreement

Under the terms of the 2020 License and Supply Agreement for Inofolic® (see Note 14), the Company is required to make certain royalty payments to the Licensor equal to 6.00% of the estimated net selling price of the product, which are included in the per unit purchase price of product purchased by the Company from the Licensor. For the years ended December 31, 2025 and 2024, such fees, which are not material in amount, have been expensed and included in the Company's Consolidated Statements of Comprehensive Income.

## 21. Commitments

### Office Lease

The Company's current office lease agreement commenced on September 1, 2019 and extends to August 31, 2029 (see Note 16).

The Company's undiscounted minimum future rental payments and estimated occupancy costs (including certain operating costs and realty taxes) for the next four fiscal years under this lease agreement are approximately as follows:

Fiscal Year	Annual Rent and Occupancy Costs
2026	\$ 388,633
2027	\$ 388,633
2028	\$ 388,633
2029	\$ 259,089
<b>Total</b>	<b>\$ 1,424,988</b>

### Purchase Commitments

In the normal course of business, the Company has minimum purchase commitments with certain suppliers.

## 22. Related Party Transactions

### Key Management Personnel Compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or its subsidiaries, directly or indirectly.

The table below summarizes compensation for key management personnel of the Company for the years ended December 31, 2025 and December 31, 2024:

	Years ended December 31,	
	2025	2024
Number of Key Management Personnel	5	5
Salary, Benefits, and Bonus	\$1,909,920	\$1,570,065
Share-Based Payments	\$377,459	\$323,136

During the year ended December 31, 2024, the Company recorded share-based payment expense of \$377,459 (year ended December 31, 2024 - \$323,136) related to the amortization of RSUs granted to key management under the Company's RSU Plan, the vesting of options granted prior to 2020 under the Company's SOP, as well as the Company's contributions to the ESPP for the purchase of common shares on behalf of participating key management personnel.

As at December 31, 2025, there were loans receivable under the MSLP from key management personnel of \$128,801 (December 31, 2024 - \$207,923). MSLP loan repayments of \$84,162 were received from key management personnel during the year ended December

31, 2025 (year ended December 31, 2024 - \$59,316). Interest accrued on these MSLP loans during the year ended December 31, 2025 totalled \$5,045 (year ended December 31, 2024 - \$11,971).

### Transactions with Directors

During the year ended December 31, 2025, the Company paid cash fees to its directors in the amount of \$151,464 (year ended December 31, 2024 - \$127,128) and recorded share-based payments expense for accounting purposes of \$87,864 (year ended December 31, 2024 - \$85,440) related to the amortization of RSUs under the Company's RSU Plan.

## 23. Capital Disclosures

For capital management purposes, the Company defines capital as its shareholders' equity that includes share capital, contributed surplus, cumulative translation adjustment and retained earnings.

The amounts included in the Company's capital for the relevant years are as follows:

December 31, 2025	\$41,465,506
December 31, 2024	\$35,003,185

The Company's principal objectives in managing capital are:

- to ensure that it will continue to operate as a going concern;
- to be flexible in order to take advantage of contract and growth opportunities that are expected to provide satisfactory returns to its shareholders;
- to maintain a strong capital base in order to maintain customers, investors, creditors and market confidence; and

- to provide an adequate rate of return to its shareholders.

The Company manages and adjusts its capital structure in light of changes in economic conditions.

In order to maintain or adjust its capital structure, the Company may issue debt or new shares. Financing decisions are generally made on a specific transaction basis and depend on such things as the Company's needs, capital markets and economic conditions at the time of the transaction. Management reviews its capital management approach on an ongoing basis and believes that this approach is reasonable, given the size of the Company.

The Company does not have any externally imposed capital compliance requirements at December 31, 2025. There were no changes in the Company's approach to capital management during the year.

## 24. Credit Facilities

At December 31, 2025, the Company had credit facilities available with Royal Bank of Canada including a revolving demand credit facility of \$1,750,000, which had not been utilized as of December 31, 2025, a foreign exchange facility, and a credit card facility of \$30,000.

The revolving demand credit facility bore interest at a variable rate of Royal Bank prime plus 0.75% and was secured with a General Security Agreement constituting a first ranking security interest of

the Bank in the Company's property. The Company was subject to maintaining certain financial covenants if the demand credit facility had been drawn upon.

## 25. Taxes

The Company computes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense only become final upon filing and acceptance of the tax return by the relevant authorities, which occur subsequent to the issuance of the financial statements.

Additionally, estimation of income taxes includes evaluating the recoverability of deferred tax assets based on an assessment of the ability to use the underlying future tax deductions before they expire against future taxable income.

The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, earnings would be affected in a subsequent period. The operations are subject to income tax rates of 26.5% (2024 – 26.5%) in the Canadian jurisdiction, 22.1% (2024 – 22.1%) in the U.S. jurisdiction, and 9.0% (2024 – 9.0%) in the Barbados jurisdiction.

The reconciliation of the combined Canadian federal and provincial statutory tax rate of 26.5% (2024 – 26.5%) to the effective tax rate is as follows:

	2025	2024
Net Income Before Taxes	12,030,012	9,782,498
Combined statutory income tax rate	26.50%	26.50%
Expected income tax expense at current rate	3,187,953	2,592,362
Foreign tax differential	(113,031)	(43,212)
Non-deductible expenses	271,074	70,422
RSU deduction	(159,938)	(6,981)
Non-taxable portion of capital gains	(558)	(1,615)
Investment tax credits	(91,467)	(124,931)
Book to filing adjustment	(51,808)	8,506
Tax rate changes and other adjustments	(24,445)	17,843
Provision for tax	3,017,780	2,512,394
Current income tax expense	3,106,000	2,641,637
Deferred income tax recovery	(88,220)	(129,243)
	3,017,780	2,512,394
Current income tax payable	(405,458)	(396,343)

Movement in net deferred tax assets (liabilities):

	2025	2024
Balance at the beginning of the year	291,111	161,868
Recognized in profit/loss	88,220	129,243
Balance at the end of the year	379,331	291,111

Deferred tax balances:

	2025	2024
Contract liability	9,222	5,064
RSU shares in trust	472,094	377,071
Lease liability	222,893	274,998
Deferred tax assets	704,209	657,133
Equipment and intangibles	(195,602)	(201,489)
Right of Use Asset	(129,276)	(164,533)
Deferred tax liabilities	(324,878)	(366,022)

## 26. Segment Reporting

A segment is a component of the Company:

- i. that engages in business activities from which it may earn revenue and incur expenses;
- ii. whose operating results are reviewed by the board of directors; and
- iii. for which discrete financial information available.

Though the Company has a legacy business in biologically and health friendly insecticides, management of the Company is primarily focused on growing the pharmaceutical business and does not account for administrative overhead separately for the insecticide business. Consequently, the Company has one reportable segment for all of its operations.

The revenue breakdown by business is provided below:

- a. for both the pharmaceutical and insecticide business; and
- b. for both Canadian and international jurisdictions

	Year ended December 31,	
	2025	2024
<b>Canada</b>		
Pharmaceutical Business	\$37,143,783	\$32,931,149
Insecticide Business	1,864,169	903,215
<b>Total Canada</b>	<b>\$39,007,952</b>	<b>\$33,834,364</b>
<b>International Jurisdictions</b>		
Pharmaceutical Business - Global	\$3,735,959	\$929,975
Insecticide Business - United States	308,072	266,558
<b>Total International Jurisdictions</b>	<b>\$4,044,031</b>	<b>\$1,196,533</b>
<b>Total Revenue</b>	<b>\$43,051,983</b>	<b>\$35,030,897</b>

For the year ended December 31, 2025, in the Canadian Pharmaceutical Business, net revenues from transactions with four major customers each amounted to 10% or more the Company's total revenues. The amount of revenues from each of these three customers totalled \$14,703,808, \$8,296,557, \$6,263,798, and \$3,919,830 respectively, during 2025 (2024 – three customers with revenues of \$13,173,251, \$7,254,603 and \$5,460,122 respectively).

Non-Current Assets consist of long-term investments, equipment, intangible assets, loans receivable, and deferred tax asset. As indicated in the table below, Non-Current Assets are located in Canada and international jurisdictions.

	December 31, 2025	December 31, 2024
Canada	\$9,613,208	\$16,836,681
Barbados	33,290	51,689
<b>Total Non-current Assets</b>	<b>\$9,646,498</b>	<b>\$16,888,370</b>

## 27. Subsequent Events

### Dividend Declaration

On January 29, 2026, the Company's Board of Directors declared a dividend of \$0.055 per common share to shareholders of record on February 27, 2026 payable on March 13, 2026.

### Acquisition of Oral Science Inc.

On March 1, 2026, the Company acquired 100% of the issued and outstanding shares of Oral Science Inc., a privately-owned Canadian distributor of specialized healthcare products for dental hygiene and oral health based in Brossard, Quebec.

Pursuant to the terms of a Share Purchase Agreement ("SPA") dated February 8, 2026, BioSyent Inc., through a wholly-owned acquisition corporation, 17706138 Canada Inc., completed the acquisition of Oral Science from the shareholders of Oral Science (the "Sellers") in an arm's length transaction. The aggregate purchase price was \$25.5 million, satisfied by: (i) a cash payment of \$22.5 million to the Sellers of which \$0.2 million was satisfied with the grant of 12,666 Restricted Share Units ("RSUs") to certain Oral Science employees pursuant to BioSyent Inc.'s RSU Plan which will fully vest on the second anniversary of the grant date; and (ii) the issue of 234,192 BioSyent common shares (the "Consideration Shares") to the Sellers at a deemed issue price of \$12.81 per share (\$3.0 million in aggregate). BioSyent Inc. paid to the Sellers additional cash consideration of \$2.0 million on closing, representing the excess working capital of Oral Science above the \$6.3 million working capital requirement pursuant to the SPA. The Sellers are also entitled to a contingent cash earn-out payment in 2027 based on the performance of the Oral Science business in 2025 and 2026 as well as contingent royalty payments until 2033 based on the future sales of one product up to a maximum value of \$6.0 million. This transaction qualified as an "Expedited Acquisition" under TSXV Policy 5.3: Acquisitions and Dispositions of Non-Cash Assets.

In accordance with the Company's accounting policies and *IFRS 3 – Business Combinations*, this transaction will be accounted for using the acquisition method as the acquired assets and activities meet the definition of a business and control of that business has been transferred to the Company. The Company is currently in the process of allocating the purchase consideration to the assets acquired and liabilities assumed for accounting purposes. Accordingly, the Company has not yet determined provisional amounts for the identifiable assets acquired, liabilities assumed, or goodwill.

### Grant of RSUs

On March 2, 2026, the Company announced that its Board of Directors has approved a grant of 8,682 RSUs to certain employees pursuant to BioSyent Inc.'s Restricted Share Unit Plan. These RSUs will fully vest on the third anniversary of the grant date.

### New Credit Facilities

Subsequent to the reporting date, on February 20, 2026 and in connection with the Company's acquisition of Oral Science Inc. (see Note 27), the Company entered into a 1-Year \$6,000,000 Senior Secured Demand Term Loan (the "Term Loan Facility") and a \$12,000,000 Senior Secured Demand Revolving Credit Line Facility (the "Revolving Credit Line Facility") with Royal Bank of Canada, with the total of the two facilities not to exceed \$12,000,000. The Company also increased its credit card facility to a maximum amount of \$200,000.

In connection with the acquisition of Oral Science Inc. on March 1, 2026, the Company drew \$6,000,000 on the Term Loan Facility and \$2,000,000 on the Revolving Credit Line Facility.

The Term Loan Facility bears interest at a variable rate equal to the Canadian Overnight Repo Rate Average ("CORRA") plus 1.20% per annum and the Revolving Credit Line Facility bears interest at a variable rate equal to the RBC Prime Rate plus 0.25%.

The Term Loan has a maturity date of September 30, 2026 with three quarterly principal payments of \$2,000,000 plus interest due on March 31, 2026, June 30, 2026, and September 30, 2026. The Revolving Credit Line Facility is due on demand.

These credit facilities are secured by a General Security Agreement constituting a first ranking security interest of RBC in the assets of the Company and its subsidiaries. The Company is also subject to a financial covenant on these facilities with a maximum funded debt to EBITDA ratio of 2.50 times, measured quarterly on a rolling four quarter basis.

---

## Corporate Information

### Registered Office

Suite 402  
2476 Argentia Road  
Mississauga, Ontario, Canada L5N 6M1  
Telephone 905.206.0013  
Facsimile 905.206.1413  
Email [info@biosyent.com](mailto:info@biosyent.com)  
Website [www.biosyent.com](http://www.biosyent.com)

### Board of Directors

#### Joseph Arcuri

Ontario, Canada

#### Sara Elford

British Columbia, Canada

#### René C. Goehrum (Chair)

Ontario, Canada

#### Prakash Gowd

Ontario, Canada

#### Peter D. Lockhard (Lead Director)

Ontario, Canada

#### Stephen Wilton

Ontario, Canada

### Officers

#### René C. Goehrum

President and  
Chief Executive Officer

#### Robert J. March

Vice-President and  
Chief Financial Officer

### Registrar and Transfer Agent

#### Computershare Trust Company Canada

100 University Avenue,  
Toronto, Ontario, M5J 2Y1  
Canada

### Auditor

#### MNP LLP

Toronto, Ontario, Canada

### Solicitors

#### Wildeboer Dellelce LLP

Toronto, Ontario, Canada

#### Caravel Law

Toronto, Ontario, Canada

#### Harridyal Sodha & Associates

St. Michael, Barbados

### Banks

#### Royal Bank of Canada

Toronto, Ontario, Canada

#### Canadian Imperial Bank of Commerce

Toronto, Ontario, Canada

#### City National Bank

Los Angeles, California, USA

### Stock Listing

#### TSX Venture Exchange

Trading symbol: RX





**BioSyent Inc.**

Corporate Office  
Suite 402  
2476 Argentia Road  
Mississauga, Ontario, L5N 6M1  
Canada

Telephone 905.206.0013  
Facsimile 905.206.1413

Email: [info@biosyent.com](mailto:info@biosyent.com)  
Web: [www.biosyent.com](http://www.biosyent.com)